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                MEETING OF THE GOVERNING BOARD
                OF THE CHICAGO DEVELOPMENT FUND
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                NEW MARKETS TAX CREDITS PROGRAM
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                               City Hall, Room 1000
                               121 North LaSalle Street
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                               Chicago, Illinois
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                               Wednesday, May 20, 2009
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                               3:00 p.m.
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   Christine Raguso, Chairperson
   Stephanie Neely, Treasurer
18
   Margaret Laurino, Alderman
   Carrie Austin, Alderman
19
   Gene Saffold, CFO
   David Narefsky
20
   Tony Smith
   Carmelo Barbaro
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22
   Reported by Shari L. Szerbat
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1	CHAIRPERSON RAGUSO: Welcome, everyone, and
2	thank you for coming. I'll take a roll call.
3	Alderman Carrie Austin?
4	ALDERMAN AUSTIN: Here.
5	CHAIRPERSON RAGUSO: Alderman Burke?
6	(No response.)
7	Alderman Laurino?
8	ALDERMAN LAURINO: Here.
9	CHAIRPERSON RAGUSO: Ann McNabb?
10	(No response.)
11	Stephanie Neely?
12	TREASURER NEELY: Here.
13	CHAIRPERSON RAGUSO: Gene Saffold?
14	MR. SAFFOLD: Here.
15	CHAIRPERSON RAGUSO: And myself. We have a
16	quorum. So the first order of business is approval
17	of the minutes of January 23rd, 2009 at the
18	Governing Board meeting. Does anyone have any
19	proposed corrections of the minutes that were
20	submitted?
21	(No response.)
22	If not, do I have a motion?
23	ALDERMAN LAURINO: Move to pass.
24	CHAIRPERSON RAGUSO: Do I have a second?
- 1	

1	ALDERMAN AUSTIN: Second.
2	CHAIRPERSON RAGUSO: All those in favor?
3	(Chorus of ayes.)
4	Opposed?
5	(No response.)
6	The minutes are approved.
7	Our second order of business is the
8	status of our approved and potential transactions
9	in the CDF pipeline.
10	TREASURER NEELY: Actually I have a comment
11	to make.
12	CHAIRPERSON RAGUSO: Go ahead.
13	TREASURER NEELY: If we're using titles, my
14	title should be Treasurer.
15	CHAIRPERSON RAGUSO: Correct, Treasurer
16	Stephanie Neely. Thank you, Treasurer.
17	Tony, are you going to run us
18	through?
19	MR. SMITH: Yes.
20	CHAIRPERSON RAGUSO: Okay.
21	MR. SMITH: Okay. So first, a discussion of
22	the projects that have already been approved by
23	this body. The first project back in May of 2008,
24	the Homan Powerhouse High School, the transaction

closed in July 2008, and it's currently under construction.

At this point, Chicago Development Fund has -- or, CDF Suballocatee I, which is the Chicago Development Fund subsidiary that worked on this transaction, has disbursed all of its loan proceeds to a construction disbursement account.

Construction is underway. It's actually nearing completion. The charter school facility is scheduled to be able -- to be moved into August 7th, 2009 which is on target for the school year upcoming. And they're still on target to attain LEED-Gold green building certification. And it's a 450 student charter high school in the North Lawndale neighborhood.

Muntu Performing Arts Center is a transaction for which --

CHAIRPERSON RAGUSO: So as we did this morning, do we want to take it project by project and let the members ask questions, or do we want to do it on a collective?

MR. SMITH: Sure, we can do questions project by project. There's no action on Homan, but if there's questions, I can certainly take them.

CHAIRPERSON RAGUSO: Okay. So in regards to Gary Comer Charter High School, do any of the members have any questions about the project?

(No response.)

Okay.

MR. SMITH: Muntu Performing Arts Center was approved by this body in October of 2008 to allow for a \$15 million New Markets Tax Credit allocation to the project. Just as a refresher, it's a 43,000 square foot facility for dance rehearsal/performance studio, so for instruction as well.

CDF began the process of attempting to close that deal in 2008. There's a key issue right now that's holding up the potential for closing, and that is the pull out of the one of the banks that was going to be a lender to the project, Seaway. So there's approximately a \$4.5 million hole in the budget at this point.

Muntu has advised us that they're continuing to seek alternate funding sources to fill the gap. They're also looking at phasing the project so they can reduce the upfront costs and get to a feasible transaction and then finish off the facility later. So we're getting periodic

1 updates, but at this point, there's no closing date 2 scheduled. 3 TREASURER NEELY: And there's no activity on 4 the property. 5 Not as far as we know. MR. SMITH: 6 TREASURER NEELY: No, I know there's not. 7 ALDERMAN AUSTIN: What's the total cost of 8 the entire project? 9 MR. SMITH: Total cost is 24 million. 10 TREASURER NEELY: I'm still just very 11 concerned about this project. It has been a hole in the ground for the last five years and starting 13 construction, stopping construction. 14 I think the last meeting we had I 15 indicated they had taken down the scaffolding. 16 This is just -- it seems like it's going nowhere. 17 Well, technically CDF has an MR. SMITH: agreed upon term sheet with Muntu that has an 18 19 expiration date of October 2008. So in other words, the allocation that was set aside for the project 20 21 is no longer officially set aside for it. 22 As far as the deal with Muntu, however, this Board still has allocation approved, 23 24 so the Board can certainly reconsider the allocation

to Muntu based on the project status.

TREASURER NEELY: Are we not allocating to other projects waiting for what's going on with this?

MR. SMITH: We haven't hit that point yet, but in my personal judgment --

MR. NAREFSKY: We will.

MR. SMITH: -- we're getting close to that point.

MR. NAREFSKY: We will.

TREASURER NEELY: And I think that's something that we're going to have to consider because this shouldn't take that long.

MR. SMITH: Right. Imperial Zinc is an October 2008 approval. It's a transaction to rebuild and expand, add production lines to a zinc processing facility that manufactures zinc anodes and alloys. It's on East 103rd Street.

They had a facility destroyed by a fire back in March of 2008 and were considering either relocating to a suburban location or rebuilding in place with an expanded investment and more potential for high-quality jobs.

And based on a New Markets Tax Credit

assistance amount of \$6 million of allocation, which translates to about 1.4 million of net benefit to the project, Imperial is rebuilding the facility here in Chicago. We're actually closing tomorrow on this transaction. So everything's ready to go. Building permit's secured. Funds are ready to be released.

ALDERMAN AUSTIN: What ward is this?

MR. SMITH: This is Alderman Beale's ward.

Tempel Steel, another October approval. This one is a casualty of the current economic climate. The Governing Board approved a \$10 million allocation for Tempel.

Since that time, particularly in the fourth quarter of 2008, their sales dropped off drastically, and so their leadership has decided to drastically scale back the proposed improvement in the Chicago location.

So at this time, there's not a viable New Markets transaction to be funded. So at this point, we would consider the allocation that the Board approved for Tempel to be back in the general pot. Tempel's essentially indicated they don't want to continue structuring a deal.

Testa Produce, this was also an October 2008 approval. This is a food distribution facility, some limited processing activity as well, located in the Stockyards Industrial area.

The project is currently undergoing a change in scope. They were going to be a two-tenant facility with another firm called JAB Produce. The building was going to attain LEED-Platinum certification, have a wind turbine and various other innovative green features attached to it.

They're keeping the green features, but their tenant has pulled out due to timing issues.

ALDERMAN LAURINO: Is that JAB?

MR. SMITH: Yeah. So Testa still intends to build and occupy the facility as a single tenant structure in the Stockyards neighborhood. We're continuing to work with US Bank, which is the lender to the transaction as well as the equity side of US Bank who is the equity investor to the deal, to complete the underwriting and figure out if the deal can be restructured in a feasible way.

We think the prospects look pretty

good. We're looking at July 2009 as a potential closing date. They have requested at least that CDF consider additional allocation to close the financing gap, and we'll get back to a proposed action on that later in this meeting.

And then an overall discussion of the fourth round New Markets allocation. Here's some overall statistics. Currently we have 23 projects in various stages of development and interaction with CDF.

TREASURER NEELY: FYI.

MR. SMITH: Printing issue. White text on white paper does not show up. I'll take that into account --

TREASURER NEELY: When I first saw it, I was like there isn't any status.

MR. SMITH: We didn't mean to imply that. So the one closed project is Homan. They're at the bottom. That number will become two as of tomorrow. Then we have a couple that are in the closing process, some of which we're going to discuss today for approval.

We have several that are in -- that have applications in, and we're evaluating

feasibility or waiting for credit issues or other feasibility issues to be addressed satisfactorily.

And then we've had several exciting discussions with various projects recently, including some grocery-anchored retailers, that are working to put together projects, or they're dealing with site control. They're dealing with other City assistance such as TIF. Dealing with pre-leasing or letters of intent from retailers. So the pipeline remains pretty robust.

Here's the breakdown between the various areas of emphasis that CDF has for its program between industrial, grocery-anchored and community facility. As I mentioned, grocery-anchored retail, we've had more activity, at least at the discussion level recently, so we're excited about that. And then community facility does remain the area where most interest has been expressed as far as CDF participation.

ALDERMAN AUSTIN: The grocery-anchored retailers, what locations are there?

MR. SMITH: At this point, the ones we've had recent discussions with are the South Side, two in Englewood and one in Bronzeville.

ALDERMAN AUSTIN: Okay. And the community facilities?

MR. SMITH: Community facilities pretty much -- and it's generally South Side, West Side. Homan is in Lawndale. The Comer transaction, which we're going to talk about today, is Greater Grand Crossing. Christ the King, which is again a project today, is in Austin.

ALDERMAN AUSTIN: Well, through the Chair can I get a breakdown of those, of all the communities and the ones that are grocers?

MR. SMITH: Sure. We can put a map together.

So summary statistics on the CDF pipeline. So at this point, when we look at allocation that's been approved by this Board minus the Tempel Steel credits, that totals 52 million, leaving 48 million that's unapproved by the Board yet.

However, today we have 51.7 million in proposed approvals in front of this body. So that exceeds \$100 million. CDF can't finalize more than \$100 million of allocation to its projects in the aggregate.

So what we're asking for is some

discretion to be given to the Board Chair and her authorized rep, Bill Eager, to adjust the final allocation amounts for a couple transactions to match the total 100 million that CDF has and also to close any financing gaps in the deals. And we'll talk about that deal by deal as we go through the consideration for the transactions today.

The credit environment remains challenging for the transactions that have senior debt in them, particularly the lenders are very minute to minute as far as whether they can do projects or how much debt they can provide. So now more than ever we're staying very close to the transactions and making sure that the lenders are on board because the last thing we want is to commit credits to a deal and then find out it's not feasible.

And then, as I mentioned, a couple promising meetings and discussions recently with grocery-anchored and industrial projects.

And then CDF launched a website very recently, Chicagodevelopmentfund.org. It provides a lot of the same information that was already on the City website in the New Markets Tax Credit

area, but gives a bit more detail about the Homan project, which is CDF's closed project at this point. And then you can download the intake application and get more information about how the credit works.

And we're planning a rollout of that website officially with e-mail blasts and other communication to the industrial retention groups, elected officials, retail -- or, Shop Chicago and all their affiliates. But I'm curious to hear if this body has any other further suggestions as to e-mail lists or other groups we ought to contact about the website.

TREASURER NEELY: I can put a link on my website.

CHAIRPERSON RAGUSO: That will be great.

MR. SMITH: Great.

CHAIRPERSON RAGUSO: Thank you.

ALDERMAN LAURINO: And I know that you're talking about the LIRI groups, but I think you should probably think about just our delegate agencies.

CHAIRPERSON RAGUSO: Yes.

ALDERMAN LAURINO: The City of Chicago

delegate agencies.

MR. SMITH: Thank you.

Okay. And then we have a few proposed transactions for this body to consider today, and those were all included in the four packets that went out last week.

The first is the Gary Comer College
Prep Charter High School. This is -- this is a
project in the Greater Grand Crossing neighborhood,
72nd and South Chicago. The applicant is the Comer
Science and Education Foundation who's invested
very heavily in a targeted investment area, including
the Comer Youth Center, which provides after-school
programming and is the home of the South Shore Drill
Team. They have also built, I believe, upwards of
90 scattered site housing units and then various
other investments in the neighborhood.

The project is a 45,000 square foot charter high school to be operated by the Noble Network of Charter Schools. It's going to be adjacent to the Gary Comer Youth Center, and it's going to be very synergistic with the center. Dining facilities and athletic facilities in the youth center will also serve the high school. So

it's an efficient use of the community facility dollars.

The target student population is 530 once all four classes are filled. It's planning to be a LEED certified facility that would look to employ about 36 new faculty and administrative FTE positions.

So the total project cost is upwards of 25 -- \$21.5 million. The original request for allocation that CDF had been working with was 18.5 million. That amount was recommended by the Advisory Board back in April and would have been brought to this Board if we had actually met in April.

But since that time, Gary Comer has come back through their negotiations over construction contracts with a \$3 million increase in project costs, partially due to pricing on the construction, partially due to a 5,000 square foot expansion of the project. So the current allocation request and the one that we have proposed for this body to consider today is \$21.5 million in credits.

The New Markets Tax Credit investor is Northern Trust, and as you know, this would be

their first New Markets Tax Credit investment, which is brownie points for CDF in that we -- bringing new banks into the program is something that the U.S. Treasury is excited about, so it looks good from CDF's perspective. And Northern Trust's pricing on the tax credit equity is very competitive.

And then other financing sources, a loan from Northern Trust on the debt side in addition to the tax credit equity of about \$8 million, and then the Gary Comer Foundation is providing land and then also putting in essentially grant money for the project.

They have to loan it into this structure because of New Markets Tax Credit structuring reasons, but it's going to be left -- the benefit is going to be left in the project.

The City has also provided written down land to the project.

TREASURER NEELY: Why have the original allocation requests increased?

MR. SMITH: It's a \$3 million increase in construction costs relative to what they were originally budgeting for.

ALDERMAN LAURINO: And they've expanded their

operations what, to --1 2 CHAIRPERSON RAGUSO: 5,000. 3 MR. SMITH: A 5,000 square foot expansion as well. 4 5 TREASURER NEELY: So the total project cost 6 matches their allocation request? 7 MR. SMITH: There's actually a couple more 8 million in project costs tied up in the land, so 9 we're excluding that. So this is a construction 10 number, the 21.5. ALDERMAN AUSTIN: And has the alderman been 11 12 working along with Gary Comer Center because I know 13 they're doing quite a bit of new construction over 14 there, and the local aldermen have been working with them? 15 MR. SMITH: 16 Correct. And we have a letter of 17 support from Alderman Hairston. 18 ALDERMAN AUSTIN: Okay. 19 MR. SMITH: So the current funding strategy 20 is \$13 and a half million to be funded into CDF in June of 2009 and then the balance between September 21 22 and December of 2009. And that structure is specifically put in place to put in the lower cost

funds first and minimize the construction period

interest for the deal. 1 2 Chicago Development Fund has a closing target of June 17th, 2009 that is -- in 3 other words, CDF needs to close 50 million in 4 5 allocation in the aggregate by June 17th in order to remain in contention for a 2009 tax credit 6 allocation. So CDF has been very consistent in 7 8 communicating with Comer and the other project 9 sponsors about that need and trying to drive the timing of the deals. 10 11 So the way the resolution is proposed is that the additional 3 million in allocation that 12 they've requested recently is contingent on the 13 14 successful closing of the deal by that June 17th, 15 2009 deadline, just to keep everybody focused. 16 CHAIRPERSON RAGUSO: Any questions for Tony? 17 (No response.) 18 Then do I have a motion to consider? 19 ALDERMAN AUSTIN: Move to pass. CHAIRPERSON RAGUSO: Do I have a second? 20 TREASURER NEELY: Second. 21 CHAIRPERSON RAGUSO: All those in favor? 22 23 (Chorus of ayes.)

The motion passes.

Our fourth order of business is a resolution approving Christ the King College Prep High School.

ALDERMAN AUSTIN: Where is this located?

MR. SMITH: This is --

ALDERMAN AUSTIN: 5058 West Jackson.

MR. SMITH: This is another high school project. CDF has quite a high school niche going at this point. This is a project sponsored by the Jesuits. It's a 100,000 square foot high school serving 600 students in the Austin community area at 5058 West Jackson.

It's proposing to use the Cristo Rey model which is already in use in a school in Pilsen. Essentially what this does is it allows the students to get internship placement at firms, and the earnings from those internship placements are provided then to the school to write down the cost of tuition.

So it's extremely reduced cost tuition for the students. I believe it's -- I believe it's \$1200 per year is the average tuition bill for the students. They've obtained a green building permit, so they're going through a green

process. The project would create 50 faculty and administrative positions.

1.0

The total project cost is approximately 33.8 million of which CDF would be assisting with 17 million in tax credit allocation. They're coming in alongside LISC, Local Initiatives Support Corporation, who is proposing to put in 14 million of allocation.

JPMorgan Chase would be the tax credit investor for both the LISC and the Chicago Development Fund entities. And then the other financing source is a substantial contribution of debt from Park National Bank, approximating \$20 million for the deal.

I would characterize this personally as a semi-philanthropic loan. It's been provided originally at 0 percent interest. It will be for this closing provided at something like 1 percent interest with a long repayment schedule based on the capital campaign progress of the school.

CHAIRPERSON RAGUSO: Does anyone have any questions on this transaction?

ALDERMAN AUSTIN: What ward is this located?

TREASURER NEELY: 28th.

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ALDERMAN AUSTIN:
 1
                            Where?
 2
          TREASURER NEELY:
                            28th.
 3
          CHAIRPERSON RAGUSO: No, this is Christ the
 4
    King, and I --
          TREASURER NEELY:
 5
                            It's not 28th?
          ALDERMAN AUSTIN:
 6
                                 It's got to be either
                            No.
 7
    29 or 37.
 8
          TREASURER NEELY: So Alderman Smith is just
 9
    writing a letter?
10
          CHAIRPERSON RAGUSO: Is it Alderman Smith?
11
          MR. SMITH:
                      Right, Ben Smith.
          CHAIRPERSON RAGUSO: Then you are right.
12
          TREASURER NEELY: It says 28th.
13
14
          CHAIRPERSON RAGUSO: You're right.
                                               It is
15
    right on the border. Sorry, sorry. Yes, the
   Treasurer is correct. Thanks for reading.
16
17
          TREASURER NEELY: No problem.
                                         I thought
18
   maybe I was wrong, and he's just --
19
         CHAIRPERSON RAGUSO:
                               No, no.
20
         ALDERMAN LAURINO: Can I ask, this is a
21
   parochial school?
22
         MR. SMITH:
                      It is, yes.
23
         ALDERMAN LAURINO: Then they're eligible to
   participate in this program?
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MR. NAREFSKY: They are. We looked at that issue quite carefully, and I think, when you look at the combination of the organization of Christ the King, it's a 501(c)3 organization. This is not a Norse diocesan school.

ALDERMAN LAURINO: I was going to say wait until the archdiocese finds out about it.

MR. NAREFSKY: No, it's more like Providence St. Mel or the Sacred Heart schools, which are -- you know, they're organized as 501(c)3s. They're providing both value, the education, but they're also providing education, in this case, with the Cristo Rey mission.

And also, the funding coming through the New Markets program will not be devoted to any of the sectarian elements in the school building, chapel, for example. When we thought about it, we sort of analogized this to tax-exempt bond financing for schools like Providence St. Mel or Sacred Heart or other, you know, day schools, not just parochial schools.

There are a number of independent schools with some religious mission as part of their -- religious values as part of their mission

that have received tax-exempt bond financing benefits either from the City or more regularly from the State finance agency. And so we sort of thought that same analogy would work well for the New Markets program.

ALDERMAN LAURINO: And certainly, I don't have any issue with it; however, I just wanted to be clear that we're on solid ground here as far as our --

MR. NAREFSKY: Right, right. No, I appreciate you raising the question. We really, you know, thought about that in advance.

MR. SMITH: Two other issues to note with respect to that. We've confirmed with the school management they -- the enrollment is open regardless of religious affiliation as is the hiring of the school; and then second, that Sonnenschein, who is the Chase investor counsel for the deal, is going to do an establishment clause opinion essentially saying this is a valid use of New Markets Tax Credits. And Chicago Development Fund is going to be an addressee of that opinion, so essentially we can rely on that, too.

MR. NAREFSKY: Yes, so I think we covered our

1	bases.
2	ALDERMAN LAURINO: Covered our bases.
3	CHAIRPERSON RAGUSO: Any other questions?
4	(No response.)
5	And do I have motion to consider the
6	resolution?
7	ALDERMAN AUSTIN: Move to pass.
8	ALDERMAN LAURINO: Second.
9	CHAIRPERSON RAGUSO: All those in favor?
10	(Chorus of ayes.)
11	The motion passes.
12	Our fifth order of business is a
13	resolution approving the Greater West Town project,
14	and Madam Chairman, this will sound familiar to you.
15	This is the project we were at this morning. It's
16	an exciting project.
17	So Tony, do you want to walk us
18	through the details?
19	MR. SMITH: Sure. This project is called the
20	Community Career Training & Economic Development
21	Center aka Greater West Town sponsored by the
22	Greater West Town Community Development Project.
23	It's a fairly large facility. It's
24	an existing building located on North Sacramento.

I think it was a former fan factory or something like that. And they're proposing to purchase the building and then do a LEED certified building rehab to provide a job training and education facility and business incubator. This is in the West Town community area, the 27th ward.

So this would provide a substantial increases to Greater West Town, visibility to serve a couple different populations. Currently they have a high school, which provides full-scale high school education as well as vocational training for -- solely for students that have dropped out of high school previously. And they manage to graduate 70 percent of these students, which we find quite impressive.

They also provide adult vocational training to a number of low-income individuals, particularly with an emphasis on shipping, receiving and logistics training and then also in high-end woodworking.

And then the final use here would be an incubator for wood-oriented businesses, both opportunities for trainees from the facility to start their own businesses, but also for other

businesses that are looking to locate in Chicago near the trained labor force to actually -- to start out and incubate in this facility.

So it's kind of a nice blend between CDF's economic development mission, job creation, job retention and training in the City of Chicago, along with the community facility mission where we're expanding the services available to Chicago's low-income communities.

during construction, and then 35 permanent jobs are projected for Greater West Town employees in the facility. And then there's, of course, the economic development benefits to the trainees which is probably the principal benefit of the project. And as I mentioned, it's proposed to attain LEED certification at completion.

It's a \$10.2 million project. Here's an instance where we're proposing a little bit of flexibility in the allocation that's being approved. We're asking for up to 10.2 million in allocation to be allowed for the project by this Board.

The likely allocation given the current structure that we're looking at for the

deal is 9.2 million, and then a million dollars would just be directly funded to the project for various tax structuring reasons.

The New Markets investor again would be JPMorgan Chase, and then the other sources of funds are cash that Greater West Town has saved up for quite some time for this type of project, \$3.1 million in TIF assistance from the City of Chicago which has gone through CDC. And they're currently in the redevelopment agreement and drafting stages.

It will probably come before Council in June. And then a credit facility from Harris Bank who is making both a TIF-related loan and an organization-related loan to Greater West Town.

And then that money is going to flow through the structure.

TREASURER NEELY: When will we know if it's going to be the whole 10.2 versus the 9.2?

MR. SMITH: Probably within the month.

TREASURER NEELY: Okay.

ALDERMAN AUSTIN: Well, I can assure you that the local alderman is 100 percent supportive of this. We've had a press conference this morning at

this very facility, which I believe was an 1 outstanding effort on the mayor's part as to have 2 it there. And we, the aldermen that attended the 3 4 press conference, are now also a participant in this particular company because we will be purchasing 5 6 some of their goods. 7 And I move to pass. CHAIRPERSON RAGUSO: Do I have a second? 8 9 MR. SAFFOLD: Second. 10 CHAIRPERSON RAGUSO: All those in favor? 11 (Chorus of ayes.) 12 Opposed? 13 (No response.) 14 The motion passes. Thank you. 15 Our next order of business is the resolution approving the Testa Produce project. 16 17 Tony? MR. SMITH: Well, as I mentioned briefly 18 earlier, this project originally came before 19 20 this body in October 2008, and then there's a restructuring of the facility due to the loss of 21 22 JAB Produce as the second tenant. So they're going 23 down to an 89,000 square foot footprint. 24 And US Bank continues to underwrite

the debt for the transaction based on both an appraisal that recently came in for the facility as well as for -- based on cash flow of the Testa company.

Just as an indication of how tough things are out there right now for people that are trying to access debt for projects, it's a \$20.5 million project with an appraisal that came in at 11.8 million. So the lenders are not looking at costs to determine how much they can lend, but looking at appraised value, and that is definitely limiting what US Bank can do.

So CDF is looking for some flexibility as we finalize the structuring in underwriting the transaction to either expand CDF's contribution of credits from 15 million to as high as 18 million and/or to bring in a second allocatee. We're hoping to bring in US Bank for a couple million in credits instead of having to use CDF credits.

But I essentially wanted to present this and look for flexibility from the Board to again give the Commissioner/Chair of CDF as well as her authorized rep, Bill Eager, the flexibility to adjust the number as we get closer to finalizing

the deal.

TREASURER NEELY: When we will know what US Bank's going to do?

MR. SMITH: We had a conference call with them this morning. They're looking to get second quarter financials from Testa, and we're probably a week or two away from getting those. And they need to go to loan committee.

So we're talking probably two to three weeks before the debt number gets finalized. At that point, we'll start pushing on US Bank to get some more credits out of them.

TREASURER NEELY: So does it tie up our allocation in a way that we can't get more allocation for next year because it's technically not being utilized?

MR. SMITH: It has no bearing on next year. It's really about where this current allocation we have in hand is going to be distributed. So it's a part of that couple of million of credits that would need to be reconciled between a couple different deals as the structuring gets finalized.

TREASURER NEELY: Okay.

ALDERMAN AUSTIN: And what is it that they

(312) 781-9586

produce?

MR. SMITH: It's a produce distribution facility. They do some light food processing on the site as well.

ALDERMAN AUSTIN: Okay.

MR. SAFFOLD: I'm still trying to understand. You said it was in October you approved 15 for a building which was going to be close to 200,000 square feet. They downsized it in half. The appraisal was only 11, but now you want to increase the allocation 18. I'm having trouble following that.

MR. SMITH: Well, I guess, first, to refresh everybody's memory about the New Markets Tax

Credit, the value of the credit itself, for every dollar of allocation, generally you're going to raise about 29 to 30 cents of New Markets equity.

So the original approval of 15 million would have translated into about 4 million of net benefit to the project.

At that time, it was a \$32 million total project cost project, and there was another New Markets allocatee that was going to contribute 10 million in credits to also assist. And so, as

the deal's been restructured and the credit markets 1 2 have deteriorated, they can borrow less and less and less. 3 4 So now we're looking at a probable 5 senior debt from US Bank of about \$9 million. Testa can contribute about 5 million of their own 6 7 equity, and then Chicago Developments Fund's tax 8 credit equity would hope to raise about 5 million. 9 So we're going to need to scrape a bit to get this project completed even as it is with the increased 10 allocation. 11 12 MR. NAREFSKY: We're also losing another New Markets investor along the way. 13 14 MR. SMITH: Right, right. MR. SAFFOLD: 15 What was that, David? 16 MR. NAREFSKY: We're losing the other --17 originally this deal was going to have two New Markets investors, CDF and another investor. 18 19 MR. SAFFOLD: How much was the other one in for? 20 21 MR. SMITH: They were originally in for 10. 22 MR. SAFFOLD: Ten you said? 23 TREASURER NEELY: I agree with Gene. It seems 24 like they're making this project so much smaller,

but they're still asking for more. I'm just saying that --

ALDERMAN AUSTIN: For more and more money.

TREASURER NEELY: Right.

CHAIRPERSON RAGUSO: Okay. So this is a LEED certified project, so they're going to put that wind power station up there. So the space that they have decreased is less per square foot than what they're keeping.

So the tenant space that they were going to include in this development, which is no longer a part of the project, it was the smallest amount per square foot --

MR. SMITH: Right.

CHAIRPERSON RAGUSO: -- versus the rest of the building, which is a cold storage facility. So those costs are significant in comparison to what they are removing from the project.

TREASURER NEELY: Now, I understand. I'm still confused as to the dollars just in terms of the project's scope. And if you're saying that it's solely because we're making up another investor who is pulling out, then --

MR. SMITH: No. It's not primarily due to

that. The space has become more expensive per square foot because the expensive elements have been retained because they were sort of integral to the project to get LEED-Platinum status. Cheaper space has been removed, so you no longer have lease income from JAB Produce to help pay for the facility and raise more debt.

And then, simultaneously the project costs, they've gone down from 32 million to 20 million, so that's a reduction of about a third in project costs, but the total square footage has gone down by about 50 percent. So the deal is getting more expensive per unit of construction.

TREASURER NEELY: Right.

MR. SMITH: And there's really not room for another allocatee in there.

TREASURER NEELY: Yeah. And I'm confused at why it's getting more expensive per unit while real estate costs and construction costs are all decreasing.

MR. SMITH: Because the most expensive units -- or, pieces of the project, such as the wind turbine, are being retained.

TREASURER NEELY: Okay.

1	QUATER FROM PAGE 1
1	quesezens en
2	this one?
3	(No response.)
4	Do I have a motion to consider the
5	resolution?
6	ALDERMAN AUSTIN: Move to pass to consider
7	the resolution.
8	CHAIRPERSON RAGUSO: Do I have a second?
9	MR. SAFFOLD: Second.
10	CHAIRPERSON RAGUSO: All those in favor?
11	(Chorus of ayes.)
12	Opposed?
13	TREASURER NEELY: Opposed.
14	CHAIRPERSON RAGUSO: Alderman Laurino, you
15	were
16	ALDERMAN LAURINO: I'm fine.
17	CHAIRPERSON RAGUSO: So the motion passes.
18	Our next order of business is
19	approval of CDF's 2008 annual report. Do you walk
20	us through this, Tony, or is it just we handed it
21	out, and if anyone
22	MR. SMITH: Yeah, we hadn't planned to.
23	CHAIRPERSON RAGUSO: Okay.

1 MR. NAREFSKY: I think it's right there. 2 Yeah, it's on the bottom of the pile there. 3 CHAIRPERSON RAGUSO: Okay. So we need to record this or file it with the City Council, so 4 5 what is our process? 6 MR. SMITH: Well, the bylaws just say it needs to be filed with the City Council; is that 7 8 correct, David? MR. NAREFSKY: That's correct. 9 1.0 ALDERMAN AUSTIN: Filed with whom or where? 11 MR. NAREFSKY: Well, the bylaws don't say 12 that. 13 ALDERMAN AUSTIN: Whom do we file it with? MR. NAREFSKY: Well, I was going to suggest 14 that, since I think that the prior times the City 15 Council has considered CDF matters it's been 16 considered by the Joint Committee on Finance and 17 your committee, that that would seem to be the 18 logical filing protocol, both committees. 19 20 ALDERMAN AUSTIN: If there are no objections, the filing of the report would be in the Joint 21 Committee of Budget and Government Operations and 22 the Committee on Finance. 23

TREASURER NEELY: Second.

24

1	CHAIRPERSON RAGUSO: All those in favor?
2	(Chorus of ayes.)
3	
4	(No response.)
5	So we can since we've passed it
6	
7	is June, I think.
8	MR. NAREFSKY: Well, it didn't have to pass
9	City Council's
10	ALDERMAN AUSTIN: Right.
11	MR. NAREFSKY: approval. It's the filing.
12	ALDERMAN AUSTIN: File it with
13	CHAIRPERSON RAGUSO: And David, you will
14	handle that?
15	MR. NAREFSKY: Yeah, we will.
16	CHAIRPERSON RAGUSO: Okay. I just want to
17	make sure we do it because when I had met with them
18	last year, Alderman Laurino, there were questions
19	of why one hadn't been filed yet. So I want to
20	make sure that
21	ALDERMAN LAURINO: Sure. That that actually
22	does happen.
23	CHAIRPERSON RAGUSO: Yes.
24	ALDERMAN AUSTIN: And then through those

committees they will be distributed? 1 2 CHAIRPERSON RAGUSO: Yes, ma!am. Thank you. Other business? 3 MR. SMITH: Great. Seventh round allocation 4 5 This was submitted on April 7th to application. 6 the CDFI Fund, and we have official notification 7 back that the application's been received. 8 under consideration. So we touched briefly on the need to 9 10 close 50 million in aggregate allocation by June 11 17th. We appear to be on track to do that, so it is our understanding the seventh round allocation will 12 13 be in consideration and that we'll find out in 14 October whether CDF is going to be part of the 2009 15 allocatee group. 16 MR. NAREFSKY: Tony, is it worth talking about 17 the stimulus contribution towards additional New 18 Markets --19 CHAIRPERSON RAGUSO: Yeah. TREASURER NEELY: 20 Yeah. 21 MR. SMITH: Part of the stimulus bill Sure. 22 was an additional 3 billion in New Markets Tax 23 Credit authority. And the way that this is being

implemented is a retroactive billion and a half to

24

1 entities that were in the '08 allocation round. 2 So the fund -- the CDFI Fund has not yet announced who the in '08 round will be 3 retroactively granted credits, but the word on the 5 street is it's about 30 applicants, including a couple of familiar local faces and some of the 6 7 larger banks that were shut out of the last round. 8 And then the other billion and a half has been added to the 2009 round. So that the 9 total of 5 billion of credits in the '09 round 10 available, of which 3 and a half was the original 11 approved congressional amount, and then a billion 12 and a half is stimulus allocation. 13 ALDERMAN AUSTIN: And do you have any 14 15 anticipated numbers of what we would receive? MR. SMITH: CDF requested 125 million, which 16 17 is the max we could ask for. Generally you get less than you ask for. 18 19 ALDERMAN AUSTIN: Yeah. I think that's where 20 we were at before. MR. SMITH: Right. CDF originally requested 21 22 150 million in the '06 round and got 100. 23 ALDERMAN AUSTIN: Yeah. Okay. TREASURER NEELY: 24 David, you had said before

that we are coming upon our limit of what we can 1 2 allocate because of Muntu may affect that. MR. NAREFSKY: Well, we only have 100 million 3 in total. 4 5 TREASURER NEELY: Right. 6 MR. NAREFSKY: And I think you were asking the question the impact of the uncertainty of Muntu 7 8 as the ability to allocate all of the 100 million. So we are probably coming close to that point 9 because some of the applications that were described 1.0 11 in the pipeline I think are going to get further 12 along, and they'll be requesting an allocation. 13 As we sit here today --14 TREASURER NEELY: We're fine. MR. NAREFSKY: -- we don't have that tension. 15 16 TREASURER NEELY: So at our next meeting, 17 we'll probably have to make a decision? 18 MR. NAREFSKY: That sounds right. That's a fair statement. 19 MR. SMITH: 20 TREASURER NEELY: Okay. 21 CHAIRPERSON RAGUSO: Thank you, all the Board 22 members, for coming today. I appreciate this. This 23 has been -- in my short time in this department, this has been one the best tools that we have in 24

our toolbox to help projects -- to get financed projects.

So with these -- you can see how wonderful these projects are, especially in neighborhoods that need it. And the buzz is catching on about New Markets Tax Credits, so we're very excited. We'll be sharing that website with you so you can get it to your folks and share it.

And that's why this extra stimulus allocation is excellent because the pipeline is just starting to really fill up. And we're getting those grocers that, you know, we have that allocation towards, so we're excited about that.

So thank you. I appreciate your time. I know you're all super busy.

ALDERMAN AUSTIN: Let me ask a question, Madam Chair. In that first initial, we were having struggling because we had not really been very diligent in explaining the process of New Markets Tax Credits.

Have we done a better job at that now?

MR. SMITH: I believe we've done a diligent job from day one, but yes, we're meeting with

anybody we hear from, and we're explaining the process to anybody that cares to ask, going on site to meet with industrial businesses, presenting at industrial retention groups and broker associations.

So yes, absolutely.

ALDERMAN AUSTIN: Okay. Very good.

over again --

ALDERMAN LAURINO: And can I just add that, once again, we have asked the Commissioner to come to the City Council and give us an update on a quarterly basis. I think the three committees, Finance, Economic, Development and your committee, will meet and hear this. And I can't stress that you need to tell the City Council over and over and

ALDERMAN AUSTIN: Yes, absolutely.

ALDERMAN LAURINO: -- because, of course, there's so many projects out there that's it's hard to keep up with --

CHAIRPERSON RAGUSO: So I believe we're already in the second quarter, so I need to present to the Council. So we need to get me in the cue so we can get that committee together.

Will you guys coordinate?

ALDERMAN LAURINO: We'll make those

arrangements.

CHAIRPERSON RAGUSO: I just don't want to miss our mark. I don't want to be nonresponsive to you guys. And now we have some really great stuff to report --

ALDERMAN AUSTIN: That's right.

CHAIRPERSON RAGUSO: -- and then we can get the information out there.

And Chairman Austin, I think they're downplaying it. I think, you know, we're really trying to outreach and get the word out because this is not an easy subject matter.

You all get it because you've got the brains for it, but it took them like eight times sitting down with me going over it with me to understand how it works. And any time we've asked them to go out and meet with the community groups, they're out there, and they're explaining it.

So you know, leveraging your connections and getting it out, these are the communities that, you know, we want to --

ALDERMAN LAURINO: And I think the website is going to be very helpful.

ALDERMAN AUSTIN: Very helpful.

1	ALDERMAN LAURINO: And if we have something
2	similar to the ABCs of TIF
3	CHAIRPERSON RAGUSO: That's what this is.
4	ALDERMAN LAURINO: we will have
5	CHAIRPERSON RAGUSO: If you have time to get
6	on it, it would be great.
7	ALDERMAN LAURINO: I think that will be
8	helpful in explaining the overall process.
9	TREASURER NEELY: That's great.
10	CHAIRPERSON RAGUSO: I know the Treasurer
11	needs to leave, so do I have a motion to adjourn
12	the meeting?
13	TREASURER NEELY: Motion.
14	CHAIRPERSON RAGUSO: Do I have a second?
15	ALDERMAN AUSTIN: Second.
16	CHAIRPERSON RAGUSO: All those in favor?
17	(Chorus of ayes.)
18	Opposed?
19	(No response.)
20	The meeting is adjourned. Thank you
21	so much for taking the time to come today.
22	(Which were all the proceedings
23	had.)
24	

STATE OF ILLINOIS SS: COUNTY OF COOK I, Shari L. Szerbat, a Certified Shorthand Reporter in and for the County of Cook and State of Illinois, do hereby certify that I reported in shorthand the proceedings of said meeting as appears from my stenographic notes so taken and transcribed under my direction. IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal of office at Chicago, Illinois, this 8th day of June 2009.

	agreement 28:10	analogy 24:4	assist 32:24	hanna 10,10 25,1
A	ahead 3:12	and/or 30:17	assistance 8:1 11:8	become 10:19 35:1
ABCs 45:2	aka 25:21	Ann 2:9	28:8	before 28:12 29:19
ability 41:8	alderman 1:18,18	announced 40:3	assisting 21:5	31:10 40:20,24
able 4:10	2:3,4,5,7,8,23 3:1	annual 36:19	associations 43:4	began 5:12 being 27:20 31:16
about 5:3 6:11 8:2	6:7 8:8,9 9:15	anodes 7:17	assure 28:22	35:23 39:23
11:16 12:6 13:6	11:20 12:1,9 14:19	another 8:10 9:7 20:7	athletic 15:23	believe 15:15 20:21
14:1,4,13,20,21	14:24 17:24 18:11	32:22 33:12,18	attached 9:10	20:22 29:1 42:23
16:6 17:4,9 19:9	18:11,17,18 19:19	34:22 35:16	attain 4:13 9:8 27:16	43:19
23:7,17 24:12	20:4,6 21:23 22:1,6	anticipated 40:15	attempting 5:12	Ben 22:11
31:18 32:14,17,19	22:8,10,20,23 23:6	anybody 43:1,2	attended 29:3	benefit 8:2 17:16
33:5,6,8 35:10,12	24:6 25:2,7,8 28:22	anyone 2:18 21:21	August 4:11	27:15 32:19
39:16 40:5 42:6,13	28:23 31:24 32:5	36:21	Austin 1:18 2:3,4 3:1	benefits 24:2 27:14
absolutely 43:5,15	34:3 36:6,14,16,24	appear 39:11	6:7 8:8 11:20 12:1	best 41:24
access 30:7	37:10,13,20 38:10	appears 46:8	12:8,9 18:11,18	better 42:21
account 4:7 10:14	38:12,18,21,24	applicant 15:10	19:19 20:4,6,11	between 11:11,13
action 4:23 10:5	40:14,19,23 42:16	applicants 40:5	21:23 22:1,6 25:7	18:21 27:4 31:21
activity 6:3 9:3 11:15	43:6,7,15,16,24	application 14:4 39:5	28:22 31:24 32:5	bill 13:2 20:23 30:23
actually 3:10 4:9 8:4 16:13 18:7 27:2	44:6,22,24 45:1,4,7	applications 10:24	34:3 36:6,24 37:10	39:21
38:21	45:15	41:10	37:13,20 38:10,12	billion 39:22,24 40:8
add 7:16 43:7	aldermen 18:14 29:3	application's 39:7	38:24 40:14,19,23	40:10,12
added 40:9	allocate 41:2,8	appraisal 30:2,8	42:16 43:6,15 44:6	bit 14:1 18:13 27:19
addition 17:8	allocatee 30:17 32:23	32:10	44:9,24 45:15	33:9
dditional 10:3 19:12	35:16 39:15	appraised 30:11	authority 39:23	blasts 14:7
39:17,22	allocating 7:2	appreciate 24:10	authorized 13:2	blend 27:4
addressed 11:2	allocation 5:8 6:20	41:22 42:14	30:23	board 1:2 2:18 6:23
addressee 24:22	6:23,24 8:1,13,21	approval 2:16 7:15	available 27:8 40:11	6:24 8:12,22 12:15
addressee 24.22 adjacent 15:21	10:3,7 12:15,22	8:11 9:2 10:22	average 20:22	12:17 13:1,15
adjourn 45:11	13:3 16:10,20	32:18 36:19 38:11	away 31:7	16:12,13 27:22
adjourned 45:20	17:20 18:6 19:5,7	approvals 12:20	ayes 3:3 19:23 25:10	30:21 41:21
adjust 13:2 30:24	19:12 21:5,8 27:20	approved 3:6,8,22	29:11 36:11 38:2	body 3:23 5:7 12:20
administrative 16:6	27:21,23 31:14,15	5:7 6:23 8:12,22	45:17	14:11 15:4 16:22
21:2	31:18 32:11,16	12:15 27:20 32:7		29:20
adult 26:16	33:11 39:4,10,12	40:12	В	bond 23:18 24:1
advance 24:12	40:1,13 41:12	approving 20:2	back 3:23 7:20 8:17	border 22:15
advance 24:12 advised 5:19	42:10,13	25:13 29:16	8:22 10:4 16:12,16	borrow 33:2
Advisory 16:12	allow 5:7	approximately 5:17	39:7	both 21:10 23:11
affect 41:2	allowed 27:22	21:4	balance 18:21	26:22 28:14 30:1
affiliates 14:10	allows 20:15	approximating 21:13	Bank 9:19,21 21:13	37:19
affiliation 24:16	alloys 7:18	April 16:12,14 39:5	28:14 29:24 30:12	bottom 10:19 37:2
affixed 46:12	along 18:12 27:7	archdiocese 23:7	30:18 31:11 33:5	brains 44:14
after-school 15:13	33:13 41:12	area 9:4 11:18 14:1	banks 5:16 17:3 40:7	breakdown 11:11
again 12:7 28:4	alongside 21:6	15:12 20:11 26:6	Bank's 31:3	12:10
30:22 43:8,14	already 3:22 13:23	areas 11:12	Barbaro 1:20	briefly 29:18 39:9
agencies 14:22 15:1	20:14 43:20	arrangements 44:1	based 7:1,24 21:19	bring 30:17,18
agency 24:3	alternate 5:20	Arts 4:16 5:6	30:1,3	bringing 17:3
aggregate 12:23 19:5	amount 8:1 16:11	aside 6:20,21	bases 25:1,2	broker 43:4
39:10	34:13 40:12	asked 43:8 44:16	basis 43:10	Bronzeville 11:24
gree 33:23	amounts 13:3	asking 12:24 27:21	Beale's 8:9	brought 16:13
agreed 6:18	analogized 23:18	34:1 41:6	bearing 31:17	brownie 17:2
3				
			I	

	1	1	1	1
budget 5:18 37:22	certification 4:13 9:9	classes 16:4	confirmed 24:14	course 27:13 43:16
budgeting 17:23	27:17	clause 24:19	confused 34:20 35:17	covered 24:24 25:2
build 9:17	certified 16:5 26:3	clear 24:8	congressional 40:12	create 21:1
building 4:13 8:6 9:8	34:6 46:4	climate 8:12	connections 44:20	creation 27:5
20:24 23:16 25:24	certify 46:6	close 5:13 7:8 10:3	consider 7:12 8:21	credit 5:8 7:24 11:1
26:3,3 32:8 34:16	CFO 1:19	13:5,13 19:4 32:8	10:3 15:4 16:22	13:8,24 14:5 16:23
built 15:15	Chair 12:9 13:1	39:10 41:9	19:18 25:5 36:4,6	17:1,6,9,14 19:6
Burke 2:5	42:17	closed 4:1 10:18 14:2	consideration 13:7	21:5,10 28:13
business 2:16 3:7	Chairman 25:14	closer 30:24	39:8,13	32:15,15 33:1,8
20:1 25:12 26:5	44:9	closing 5:15 6:1 8:4	considered 37:16,17	39:23
29:15 36:18 39:3	Chairperson 1:17	10:2,20 19:3,14	considering 7:20	credits 1:3 12:16
businesses 26:22,24	2:1,5,9,13,15,24	21:18	consistent 19:7	13:16 16:22 24:21
27:1 43:3	3:2,12,15,20 4:18	cold 34:16	construction 4:2,7,8	30:16,19,19 31:12
busy 42:15	5:1 14:16,18,23	collective 4:21	6:13,13 16:17,19	31:20 32:24 40:4
buzz 42:5	18:2 19:16,20,22	College 15:7 20:2	17:22 18:9,13,24	40:10 42:6,20
bylaws 37:6,11	21:21 22:3,10,12	combination 23:3	27:11 35:13,19	Cristo 20:13 23:13
С	22:14,19 25:3,9	come 16:16 28:12	contact 14:12	Crossing 12:6 15:9
	29:8,10 34:5,15	43:8 45:21	contention 19:6	CSR 46:16
call 2:2 31:4	36:1,8,10,14,17,23	Comer 5:2 12:5 15:7	contingent 19:13	cue 43:21
called 9:7 25:19	37:3 38:1,13,16,23	15:10,13,21 16:15	continue 8:24	curious 14:10
came 29:19 30:2,8	39:2,19 41:21	17:10 18:12 19:8	continues 29:24	current 8:11 16:20
campaign 21:20	43:19 44:2,7 45:3,5	coming 2:2 21:6	continuing 5:20 9:19	18:19 27:24 31:18
capital 21:20	45:10,14,16	23:14 41:1,9,22	contracts 16:17	currently 4:1 9:5
Career 25:20	challenging 13:9	comment 3:10	contribute 32:23	10:8 26:9 28:10
carefully 23:2	change 9:6	Commissioner 43:8	33:6	
cares 43:2	chapel 23:17	Commissioner/Ch	contribution 21:12	D
Commole 1.20		1	L .	
Carmelo 1:20	characterize 21:15	30:22	30:15 39:17	dance 5:10
Carrie 1:18 2:3	characterize 21:15 charter 4:9,14 5:2	30:22 commit 13:16	30:15 39:17 control 11:7	dance 5:10 date 6:1,19 10:2
Carrie 1:18 2:3 case 23:12	characterize 21:15 charter 4:9,14 5:2 15:8,19,20	30:22 commit 13:16 committee 31:8	30:15 39:17 control 11:7 Cook 46:2,5	dance 5:10 date 6:1,19 10:2 David 1:19 33:15
Carrie 1:18 2:3 case 23:12 cash 28:6 30:3	characterize 21:15 charter 4:9,14 5:2 15:8,19,20 Chase 21:9 24:18	30:22 commit 13:16 committee 31:8 37:17,18,22,23	30:15 39:17 control 11:7 Cook 46:2,5 coordinate 43:23	dance 5:10 date 6:1,19 10:2 David 1:19 33:15 37:8 38:13 40:24
Carrie 1:18 2:3 case 23:12 cash 28:6 30:3 casualty 8:11	characterize 21:15 charter 4:9,14 5:2 15:8,19,20 Chase 21:9 24:18 28:5	30:22 commit 13:16 committee 31:8 37:17,18,22,23 43:11,22	30:15 39:17 control 11:7 Cook 46:2,5 coordinate 43:23 Corporation 21:7	dance 5:10 date 6:1,19 10:2 David 1:19 33:15 37:8 38:13 40:24 day 23:20 42:24
Carrie 1:18 2:3 case 23:12 cash 28:6 30:3 casualty 8:11 catching 42:6	characterize 21:15 charter 4:9,14 5:2 15:8,19,20 Chase 21:9 24:18 28:5 Cheaper 35:4	30:22 commit 13:16 committee 31:8 37:17,18,22,23 43:11,22 committees 37:19	30:15 39:17 control 11:7 Cook 46:2,5 coordinate 43:23 Corporation 21:7 correct 3:15 18:16	dance 5:10 date 6:1,19 10:2 David 1:19 33:15 37:8 38:13 40:24 day 23:20 42:24 46:13
Carrie 1:18 2:3 case 23:12 cash 28:6 30:3 casualty 8:11 catching 42:6 CDC 28:9	characterize 21:15 charter 4:9,14 5:2 15:8,19,20 Chase 21:9 24:18 28:5 Cheaper 35:4 Chicago 1:2,10 4:3,5	30:22 commit 13:16 committee 31:8 37:17,18,22,23 43:11,22 committees 37:19 39:1 43:10	30:15 39:17 control 11:7 Cook 46:2,5 coordinate 43:23 Corporation 21:7 correct 3:15 18:16 22:16 37:8,9	dance 5:10 date 6:1,19 10:2 David 1:19 33:15 37:8 38:13 40:24 day 23:20 42:24 46:13 deadline 19:15
Carrie 1:18 2:3 case 23:12 cash 28:6 30:3 casualty 8:11 catching 42:6 CDC 28:9 CDF 3:9 4:4 5:12	characterize 21:15 charter 4:9,14 5:2 15:8,19,20 Chase 21:9 24:18 28:5 Cheaper 35:4 Chicago 1:2,10 4:3,5 8:4,18 14:9,24	30:22 commit 13:16 committee 31:8 37:17,18,22,23 43:11,22 committees 37:19 39:1 43:10 communicating 19:8	30:15 39:17 control 11:7 Cook 46:2,5 coordinate 43:23 Corporation 21:7 correct 3:15 18:16 22:16 37:8,9 corrections 2:19	dance 5:10 date 6:1,19 10:2 David 1:19 33:15 37:8 38:13 40:24 day 23:20 42:24 46:13 deadline 19:15 deal 5:13 6:22 8:24
Carrie 1:18 2:3 case 23:12 cash 28:6 30:3 casualty 8:11 catching 42:6 CDC 28:9 CDF 3:9 4:4 5:12 6:17 10:3,10 11:12	characterize 21:15 charter 4:9,14 5:2 15:8,19,20 Chase 21:9 24:18 28:5 Cheaper 35:4 Chicago 1:2,10 4:3,5 8:4,18 14:9,24 15:10 19:2 21:10	30:22 commit 13:16 committee 31:8 37:17,18,22,23 43:11,22 committees 37:19 39:1 43:10 communicating 19:8 communication 14:8	30:15 39:17 control 11:7 Cook 46:2,5 coordinate 43:23 Corporation 21:7 correct 3:15 18:16 22:16 37:8,9 corrections 2:19 cost 6:7,9 16:8 18:5	dance 5:10 date 6:1,19 10:2 David 1:19 33:15 37:8 38:13 40:24 day 23:20 42:24 46:13 deadline 19:15 deal 5:13 6:22 8:24 9:21,23 13:6,6,16
Carrie 1:18 2:3 case 23:12 cash 28:6 30:3 casualty 8:11 catching 42:6 CDC 28:9 CDF 3:9 4:4 5:12 6:17 10:3,10 11:12 11:19 12:13,21	characterize 21:15 charter 4:9,14 5:2 15:8,19,20 Chase 21:9 24:18 28:5 Cheaper 35:4 Chicago 1:2,10 4:3,5 8:4,18 14:9,24 15:10 19:2 21:10 24:21 27:1,6 28:9	30:22 commit 13:16 committee 31:8 37:17,18,22,23 43:11,22 committees 37:19 39:1 43:10 communicating 19:8 communication 14:8 communities 12:10	30:15 39:17 control 11:7 Cook 46:2,5 coordinate 43:23 Corporation 21:7 correct 3:15 18:16 22:16 37:8,9 corrections 2:19 cost 6:7,9 16:8 18:5 18:23 20:18,20	dance 5:10 date 6:1,19 10:2 David 1:19 33:15 37:8 38:13 40:24 day 23:20 42:24 46:13 deadline 19:15 deal 5:13 6:22 8:24 9:21,23 13:6,6,16 19:1,14 21:14
Carrie 1:18 2:3 case 23:12 cash 28:6 30:3 casualty 8:11 catching 42:6 CDC 28:9 CDF 3:9 4:4 5:12 6:17 10:3,10 11:12 11:19 12:13,21 13:4,21 16:10 17:2	characterize 21:15 charter 4:9,14 5:2 15:8,19,20 Chase 21:9 24:18 28:5 Cheaper 35:4 Chicago 1:2,10 4:3,5 8:4,18 14:9,24 15:10 19:2 21:10 24:21 27:1,6 28:9 33:7 46:12	30:22 commit 13:16 committee 31:8 37:17,18,22,23 43:11,22 committees 37:19 39:1 43:10 communicating 19:8 communication 14:8 communities 12:10 27:9 44:21	30:15 39:17 control 11:7 Cook 46:2,5 coordinate 43:23 Corporation 21:7 correct 3:15 18:16 22:16 37:8,9 corrections 2:19 cost 6:7,9 16:8 18:5 18:23 20:18,20 21:3 32:22	dance 5:10 date 6:1,19 10:2 David 1:19 33:15 37:8 38:13 40:24 day 23:20 42:24 46:13 deadline 19:15 deal 5:13 6:22 8:24 9:21,23 13:6,6,16 19:1,14 21:14 24:18 28:1 31:1
Carrie 1:18 2:3 case 23:12 cash 28:6 30:3 casualty 8:11 catching 42:6 CDC 28:9 CDF 3:9 4:4 5:12 6:17 10:3,10 11:12 11:19 12:13,21 13:4,21 16:10 17:2 18:20 19:4,7 20:8	characterize 21:15 charter 4:9,14 5:2 15:8,19,20 Chase 21:9 24:18 28:5 Cheaper 35:4 Chicago 1:2,10 4:3,5 8:4,18 14:9,24 15:10 19:2 21:10 24:21 27:1,6 28:9 33:7 46:12 Chicagodevelopme	30:22 commit 13:16 committee 31:8 37:17,18,22,23 43:11,22 committees 37:19 39:1 43:10 communicating 19:8 communication 14:8 communities 12:10 27:9 44:21 community 11:14,17	30:15 39:17 control 11:7 Cook 46:2,5 coordinate 43:23 Corporation 21:7 correct 3:15 18:16 22:16 37:8,9 corrections 2:19 cost 6:7,9 16:8 18:5 18:23 20:18,20 21:3 32:22 costs 5:22 16:18	dance 5:10 date 6:1,19 10:2 David 1:19 33:15 37:8 38:13 40:24 day 23:20 42:24 46:13 deadline 19:15 deal 5:13 6:22 8:24 9:21,23 13:6,6,16 19:1,14 21:14 24:18 28:1 31:1 33:17 35:12
Carrie 1:18 2:3 case 23:12 cash 28:6 30:3 casualty 8:11 catching 42:6 CDC 28:9 CDF 3:9 4:4 5:12 6:17 10:3,10 11:12 11:19 12:13,21 13:4,21 16:10 17:2 18:20 19:4,7 20:8 21:4 30:13,19,22	characterize 21:15 charter 4:9,14 5:2 15:8,19,20 Chase 21:9 24:18 28:5 Cheaper 35:4 Chicago 1:2,10 4:3,5 8:4,18 14:9,24 15:10 19:2 21:10 24:21 27:1,6 28:9 33:7 46:12 Chicagodevelopme 13:22	30:22 commit 13:16 committee 31:8 37:17,18,22,23 43:11,22 committees 37:19 39:1 43:10 communicating 19:8 communication 14:8 communities 12:10 27:9 44:21 community 11:14,17 12:1,3 16:1 20:11	30:15 39:17 control 11:7 Cook 46:2,5 coordinate 43:23 Corporation 21:7 correct 3:15 18:16 22:16 37:8,9 corrections 2:19 cost 6:7,9 16:8 18:5 18:23 20:18,20 21:3 32:22 costs 5:22 16:18 17:22 18:8 30:10	dance 5:10 date 6:1,19 10:2 David 1:19 33:15 37:8 38:13 40:24 day 23:20 42:24 46:13 deadline 19:15 deal 5:13 6:22 8:24 9:21,23 13:6,6,16 19:1,14 21:14 24:18 28:1 31:1 33:17 35:12 dealing 11:6,7,8
Carrie 1:18 2:3 case 23:12 cash 28:6 30:3 casualty 8:11 catching 42:6 CDC 28:9 CDF 3:9 4:4 5:12 6:17 10:3,10 11:12 11:19 12:13,21 13:4,21 16:10 17:2 18:20 19:4,7 20:8 21:4 30:13,19,22 33:18 37:16 39:14	characterize 21:15 charter 4:9,14 5:2 15:8,19,20 Chase 21:9 24:18 28:5 Cheaper 35:4 Chicago 1:2,10 4:3,5 8:4,18 14:9,24 15:10 19:2 21:10 24:21 27:1,6 28:9 33:7 46:12 Chicagodevelopme 13:22 Chicago's 27:8	30:22 commit 13:16 committee 31:8 37:17,18,22,23 43:11,22 committees 37:19 39:1 43:10 communicating 19:8 communication 14:8 communities 12:10 27:9 44:21 community 11:14,17 12:1,3 16:1 20:11 25:20,22 26:6 27:7	30:15 39:17 control 11:7 Cook 46:2,5 coordinate 43:23 Corporation 21:7 correct 3:15 18:16 22:16 37:8,9 corrections 2:19 cost 6:7,9 16:8 18:5 18:23 20:18,20 21:3 32:22 costs 5:22 16:18 17:22 18:8 30:10 34:17 35:9,11,19	dance 5:10 date 6:1,19 10:2 David 1:19 33:15 37:8 38:13 40:24 day 23:20 42:24 46:13 deadline 19:15 deal 5:13 6:22 8:24 9:21,23 13:6,6,16 19:1,14 21:14 24:18 28:1 31:1 33:17 35:12 dealing 11:6,7,8 deals 13:5 19:10
Carrie 1:18 2:3 case 23:12 cash 28:6 30:3 casualty 8:11 catching 42:6 CDC 28:9 CDF 3:9 4:4 5:12 6:17 10:3,10 11:12 11:19 12:13,21 13:4,21 16:10 17:2 18:20 19:4,7 20:8 21:4 30:13,19,22 33:18 37:16 39:14 40:16,21	characterize 21:15 charter 4:9,14 5:2 15:8,19,20 Chase 21:9 24:18 28:5 Cheaper 35:4 Chicago 1:2,10 4:3,5 8:4,18 14:9,24 15:10 19:2 21:10 24:21 27:1,6 28:9 33:7 46:12 Chicagodevelopme 13:22 Chicago's 27:8 Chorus 3:3 19:23	30:22 commit 13:16 committee 31:8 37:17,18,22,23 43:11,22 committees 37:19 39:1 43:10 communicating 19:8 communication 14:8 communities 12:10 27:9 44:21 community 11:14,17 12:1,3 16:1 20:11 25:20,22 26:6 27:7 44:17	30:15 39:17 control 11:7 Cook 46:2,5 coordinate 43:23 Corporation 21:7 correct 3:15 18:16 22:16 37:8,9 corrections 2:19 cost 6:7,9 16:8 18:5 18:23 20:18,20 21:3 32:22 costs 5:22 16:18 17:22 18:8 30:10 34:17 35:9,11,19 35:19	dance 5:10 date 6:1,19 10:2 David 1:19 33:15 37:8 38:13 40:24 day 23:20 42:24 46:13 deadline 19:15 deal 5:13 6:22 8:24 9:21,23 13:6,6,16 19:1,14 21:14 24:18 28:1 31:1 33:17 35:12 dealing 11:6,7,8 deals 13:5 19:10 31:22
Carrie 1:18 2:3 case 23:12 cash 28:6 30:3 casualty 8:11 catching 42:6 CDC 28:9 CDF 3:9 4:4 5:12 6:17 10:3,10 11:12 11:19 12:13,21 13:4,21 16:10 17:2 18:20 19:4,7 20:8 21:4 30:13,19,22 33:18 37:16 39:14 40:16,21 CDFI 39:6 40:2	characterize 21:15 charter 4:9,14 5:2 15:8,19,20 Chase 21:9 24:18 28:5 Cheaper 35:4 Chicago 1:2,10 4:3,5 8:4,18 14:9,24 15:10 19:2 21:10 24:21 27:1,6 28:9 33:7 46:12 Chicagodevelopme 13:22 Chicago's 27:8 Chorus 3:3 19:23 25:10 29:11 36:11	30:22 commit 13:16 committee 31:8 37:17,18,22,23 43:11,22 committees 37:19 39:1 43:10 communicating 19:8 communication 14:8 communities 12:10 27:9 44:21 community 11:14,17 12:1,3 16:1 20:11 25:20,22 26:6 27:7 44:17 company 29:5 30:4	30:15 39:17 control 11:7 Cook 46:2,5 coordinate 43:23 Corporation 21:7 correct 3:15 18:16 22:16 37:8,9 corrections 2:19 cost 6:7,9 16:8 18:5 18:23 20:18,20 21:3 32:22 costs 5:22 16:18 17:22 18:8 30:10 34:17 35:9,11,19 35:19 Council 28:12 37:4,7	dance 5:10 date 6:1,19 10:2 David 1:19 33:15 37:8 38:13 40:24 day 23:20 42:24 46:13 deadline 19:15 deal 5:13 6:22 8:24 9:21,23 13:6,6,16 19:1,14 21:14 24:18 28:1 31:1 33:17 35:12 dealing 11:6,7,8 deals 13:5 19:10 31:22 deal's 33:1
Carrie 1:18 2:3 case 23:12 cash 28:6 30:3 casualty 8:11 catching 42:6 CDC 28:9 CDF 3:9 4:4 5:12 6:17 10:3,10 11:12 11:19 12:13,21 13:4,21 16:10 17:2 18:20 19:4,7 20:8 21:4 30:13,19,22 33:18 37:16 39:14 40:16,21 CDFI 39:6 40:2 CDF's 14:2 17:5 27:5	characterize 21:15 charter 4:9,14 5:2 15:8,19,20 Chase 21:9 24:18 28:5 Cheaper 35:4 Chicago 1:2,10 4:3,5 8:4,18 14:9,24 15:10 19:2 21:10 24:21 27:1,6 28:9 33:7 46:12 Chicagodevelopme 13:22 Chicago's 27:8 Chorus 3:3 19:23 25:10 29:11 36:11 38:2 45:17	30:22 commit 13:16 committee 31:8 37:17,18,22,23 43:11,22 committees 37:19 39:1 43:10 communicating 19:8 communication 14:8 communities 12:10 27:9 44:21 community 11:14,17 12:1,3 16:1 20:11 25:20,22 26:6 27:7 44:17 company 29:5 30:4 comparison 34:17	30:15 39:17 control 11:7 Cook 46:2,5 coordinate 43:23 Corporation 21:7 correct 3:15 18:16 22:16 37:8,9 corrections 2:19 cost 6:7,9 16:8 18:5 18:23 20:18,20 21:3 32:22 costs 5:22 16:18 17:22 18:8 30:10 34:17 35:9,11,19 35:19 Council 28:12 37:4,7 37:16 38:6 43:9,13	dance 5:10 date 6:1,19 10:2 David 1:19 33:15 37:8 38:13 40:24 day 23:20 42:24 46:13 deadline 19:15 deal 5:13 6:22 8:24 9:21,23 13:6,6,16 19:1,14 21:14 24:18 28:1 31:1 33:17 35:12 dealing 11:6,7,8 deals 13:5 19:10 31:22 deal's 33:1 debt 13:10,12 17:8
Carrie 1:18 2:3 case 23:12 cash 28:6 30:3 casualty 8:11 catching 42:6 CDC 28:9 CDF 3:9 4:4 5:12 6:17 10:3,10 11:12 11:19 12:13,21 13:4,21 16:10 17:2 18:20 19:4,7 20:8 21:4 30:13,19,22 33:18 37:16 39:14 40:16,21 CDFI 39:6 40:2 CDF's 14:2 17:5 27:5 30:15 36:19	characterize 21:15 charter 4:9,14 5:2 15:8,19,20 Chase 21:9 24:18 28:5 Cheaper 35:4 Chicago 1:2,10 4:3,5 8:4,18 14:9,24 15:10 19:2 21:10 24:21 27:1,6 28:9 33:7 46:12 Chicagodevelopme 13:22 Chicago's 27:8 Chorus 3:3 19:23 25:10 29:11 36:11 38:2 45:17 Christ 12:7 20:2 22:3	30:22 commit 13:16 committee 31:8 37:17,18,22,23 43:11,22 committees 37:19 39:1 43:10 communicating 19:8 communication 14:8 communities 12:10 27:9 44:21 community 11:14,17 12:1,3 16:1 20:11 25:20,22 26:6 27:7 44:17 company 29:5 30:4 comparison 34:17 competitive 17:6	30:15 39:17 control 11:7 Cook 46:2,5 coordinate 43:23 Corporation 21:7 correct 3:15 18:16 22:16 37:8,9 corrections 2:19 cost 6:7,9 16:8 18:5 18:23 20:18,20 21:3 32:22 costs 5:22 16:18 17:22 18:8 30:10 34:17 35:9,11,19 35:19 Council 28:12 37:4,7 37:16 38:6 43:9,13 43:21	dance 5:10 date 6:1,19 10:2 David 1:19 33:15 37:8 38:13 40:24 day 23:20 42:24 46:13 deadline 19:15 deal 5:13 6:22 8:24 9:21,23 13:6,6,16 19:1,14 21:14 24:18 28:1 31:1 33:17 35:12 dealing 11:6,7,8 deals 13:5 19:10 31:22 deal's 33:1 debt 13:10,12 17:8 21:13 30:1,7 31:10
Carrie 1:18 2:3 case 23:12 cash 28:6 30:3 casualty 8:11 catching 42:6 CDC 28:9 CDF 3:9 4:4 5:12 6:17 10:3,10 11:12 11:19 12:13,21 13:4,21 16:10 17:2 18:20 19:4,7 20:8 21:4 30:13,19,22 33:18 37:16 39:14 40:16,21 CDFI 39:6 40:2 CDF's 14:2 17:5 27:5 30:15 36:19 center 4:16 5:6 15:13	characterize 21:15 charter 4:9,14 5:2 15:8,19,20 Chase 21:9 24:18 28:5 Cheaper 35:4 Chicago 1:2,10 4:3,5 8:4,18 14:9,24 15:10 19:2 21:10 24:21 27:1,6 28:9 33:7 46:12 Chicagodevelopme 13:22 Chicago's 27:8 Chorus 3:3 19:23 25:10 29:11 36:11 38:2 45:17 Christ 12:7 20:2 22:3 23:3	30:22 commit 13:16 committee 31:8 37:17,18,22,23 43:11,22 committees 37:19 39:1 43:10 communicating 19:8 communication 14:8 communities 12:10 27:9 44:21 community 11:14,17 12:1,3 16:1 20:11 25:20,22 26:6 27:7 44:17 company 29:5 30:4 comparison 34:17 competitive 17:6 complete 9:22	30:15 39:17 control 11:7 Cook 46:2,5 coordinate 43:23 Corporation 21:7 correct 3:15 18:16 22:16 37:8,9 corrections 2:19 cost 6:7,9 16:8 18:5 18:23 20:18,20 21:3 32:22 costs 5:22 16:18 17:22 18:8 30:10 34:17 35:9,11,19 35:19 Council 28:12 37:4,7 37:16 38:6 43:9,13 43:21 Council's 38:9	dance 5:10 date 6:1,19 10:2 David 1:19 33:15 37:8 38:13 40:24 day 23:20 42:24 46:13 deadline 19:15 deal 5:13 6:22 8:24 9:21,23 13:6,6,16 19:1,14 21:14 24:18 28:1 31:1 33:17 35:12 dealing 11:6,7,8 deals 13:5 19:10 31:22 deal's 33:1 debt 13:10,12 17:8 21:13 30:1,7 31:10 33:5 35:7
Carrie 1:18 2:3 case 23:12 cash 28:6 30:3 casualty 8:11 catching 42:6 CDC 28:9 CDF 3:9 4:4 5:12 6:17 10:3,10 11:12 11:19 12:13,21 13:4,21 16:10 17:2 18:20 19:4,7 20:8 21:4 30:13,19,22 33:18 37:16 39:14 40:16,21 CDFI 39:6 40:2 CDF's 14:2 17:5 27:5 30:15 36:19 center 4:16 5:6 15:13 15:21,22,24 18:12	characterize 21:15 charter 4:9,14 5:2 15:8,19,20 Chase 21:9 24:18 28:5 Cheaper 35:4 Chicago 1:2,10 4:3,5 8:4,18 14:9,24 15:10 19:2 21:10 24:21 27:1,6 28:9 33:7 46:12 Chicagodevelopme 13:22 Chicago's 27:8 Chorus 3:3 19:23 25:10 29:11 36:11 38:2 45:17 Christ 12:7 20:2 22:3 23:3 Christine 1:17	30:22 commit 13:16 committee 31:8 37:17,18,22,23 43:11,22 committees 37:19 39:1 43:10 communicating 19:8 communication 14:8 communities 12:10 27:9 44:21 community 11:14,17 12:1,3 16:1 20:11 25:20,22 26:6 27:7 44:17 company 29:5 30:4 comparison 34:17 competitive 17:6 complete 9:22 completed 33:10	30:15 39:17 control 11:7 Cook 46:2,5 coordinate 43:23 Corporation 21:7 correct 3:15 18:16 22:16 37:8,9 corrections 2:19 cost 6:7,9 16:8 18:5 18:23 20:18,20 21:3 32:22 costs 5:22 16:18 17:22 18:8 30:10 34:17 35:9,11,19 35:19 Council 28:12 37:4,7 37:16 38:6 43:9,13 43:21 Council's 38:9 counsel 24:18	dance 5:10 date 6:1,19 10:2 David 1:19 33:15 37:8 38:13 40:24 day 23:20 42:24 46:13 deadline 19:15 deal 5:13 6:22 8:24 9:21,23 13:6,6,16 19:1,14 21:14 24:18 28:1 31:1 33:17 35:12 dealing 11:6,7,8 deals 13:5 19:10 31:22 deal's 33:1 debt 13:10,12 17:8 21:13 30:1,7 31:10 33:5 35:7 December 18:22
Carrie 1:18 2:3 case 23:12 cash 28:6 30:3 casualty 8:11 catching 42:6 CDC 28:9 CDF 3:9 4:4 5:12 6:17 10:3,10 11:12 11:19 12:13,21 13:4,21 16:10 17:2 18:20 19:4,7 20:8 21:4 30:13,19,22 33:18 37:16 39:14 40:16,21 CDFI 39:6 40:2 CDF's 14:2 17:5 27:5 30:15 36:19 center 4:16 5:6 15:13 15:21,22,24 18:12 25:21	characterize 21:15 charter 4:9,14 5:2 15:8,19,20 Chase 21:9 24:18 28:5 Cheaper 35:4 Chicago 1:2,10 4:3,5 8:4,18 14:9,24 15:10 19:2 21:10 24:21 27:1,6 28:9 33:7 46:12 Chicagodevelopme 13:22 Chicago's 27:8 Chorus 3:3 19:23 25:10 29:11 36:11 38:2 45:17 Christ 12:7 20:2 22:3 23:3 Christine 1:17 City 1:9 11:7 13:24	30:22 commit 13:16 committee 31:8 37:17,18,22,23 43:11,22 committees 37:19 39:1 43:10 communicating 19:8 communication 14:8 communities 12:10 27:9 44:21 community 11:14,17 12:1,3 16:1 20:11 25:20,22 26:6 27:7 44:17 company 29:5 30:4 comparison 34:17 competitive 17:6 complete 9:22 completed 33:10 completion 4:9 27:17	30:15 39:17 control 11:7 Cook 46:2,5 coordinate 43:23 Corporation 21:7 correct 3:15 18:16 22:16 37:8,9 corrections 2:19 cost 6:7,9 16:8 18:5 18:23 20:18,20 21:3 32:22 costs 5:22 16:18 17:22 18:8 30:10 34:17 35:9,11,19 35:19 Council 28:12 37:4,7 37:16 38:6 43:9,13 43:21 Council's 38:9 counsel 24:18 County 46:2,5	dance 5:10 date 6:1,19 10:2 David 1:19 33:15 37:8 38:13 40:24 day 23:20 42:24 46:13 deadline 19:15 deal 5:13 6:22 8:24 9:21,23 13:6,6,16 19:1,14 21:14 24:18 28:1 31:1 33:17 35:12 dealing 11:6,7,8 deals 13:5 19:10 31:22 deal's 33:1 debt 13:10,12 17:8 21:13 30:1,7 31:10 33:5 35:7 December 18:22 decided 8:16
Carrie 1:18 2:3 case 23:12 cash 28:6 30:3 casualty 8:11 catching 42:6 CDC 28:9 CDF 3:9 4:4 5:12 6:17 10:3,10 11:12 11:19 12:13,21 13:4,21 16:10 17:2 18:20 19:4,7 20:8 21:4 30:13,19,22 33:18 37:16 39:14 40:16,21 CDFI 39:6 40:2 CDF's 14:2 17:5 27:5 30:15 36:19 center 4:16 5:6 15:13 15:21,22,24 18:12 25:21 cents 32:17	characterize 21:15 charter 4:9,14 5:2 15:8,19,20 Chase 21:9 24:18 28:5 Cheaper 35:4 Chicago 1:2,10 4:3,5 8:4,18 14:9,24 15:10 19:2 21:10 24:21 27:1,6 28:9 33:7 46:12 Chicagodevelopme 13:22 Chicago's 27:8 Chorus 3:3 19:23 25:10 29:11 36:11 38:2 45:17 Christ 12:7 20:2 22:3 23:3 Christine 1:17 City 1:9 11:7 13:24 14:24 17:17 24:2	30:22 commit 13:16 committee 31:8 37:17,18,22,23 43:11,22 committees 37:19 39:1 43:10 communicating 19:8 communication 14:8 communities 12:10 27:9 44:21 community 11:14,17 12:1,3 16:1 20:11 25:20,22 26:6 27:7 44:17 company 29:5 30:4 comparison 34:17 competitive 17:6 complete 9:22 completed 33:10 completion 4:9 27:17 concerned 6:11	30:15 39:17 control 11:7 Cook 46:2,5 coordinate 43:23 Corporation 21:7 correct 3:15 18:16 22:16 37:8,9 corrections 2:19 cost 6:7,9 16:8 18:5 18:23 20:18,20 21:3 32:22 costs 5:22 16:18 17:22 18:8 30:10 34:17 35:9,11,19 35:19 Council 28:12 37:4,7 37:16 38:6 43:9,13 43:21 Council's 38:9 counsel 24:18 County 46:2,5 couple 10:20 13:3,18	dance 5:10 date 6:1,19 10:2 David 1:19 33:15 37:8 38:13 40:24 day 23:20 42:24 46:13 deadline 19:15 deal 5:13 6:22 8:24 9:21,23 13:6,6,16 19:1,14 21:14 24:18 28:1 31:1 33:17 35:12 dealing 11:6,7,8 deals 13:5 19:10 31:22 deal's 33:1 debt 13:10,12 17:8 21:13 30:1,7 31:10 33:5 35:7 December 18:22 decided 8:16 decision 41:17
Carrie 1:18 2:3 case 23:12 cash 28:6 30:3 casualty 8:11 catching 42:6 CDC 28:9 CDF 3:9 4:4 5:12 6:17 10:3,10 11:12 11:19 12:13,21 13:4,21 16:10 17:2 18:20 19:4,7 20:8 21:4 30:13,19,22 33:18 37:16 39:14 40:16,21 CDFI 39:6 40:2 CDF's 14:2 17:5 27:5 30:15 36:19 center 4:16 5:6 15:13 15:21,22,24 18:12 25:21	characterize 21:15 charter 4:9,14 5:2 15:8,19,20 Chase 21:9 24:18 28:5 Cheaper 35:4 Chicago 1:2,10 4:3,5 8:4,18 14:9,24 15:10 19:2 21:10 24:21 27:1,6 28:9 33:7 46:12 Chicagodevelopme 13:22 Chicago's 27:8 Chorus 3:3 19:23 25:10 29:11 36:11 38:2 45:17 Christ 12:7 20:2 22:3 23:3 Christine 1:17 City 1:9 11:7 13:24 14:24 17:17 24:2 27:6 28:8 37:4,7,15	30:22 commit 13:16 committee 31:8 37:17,18,22,23 43:11,22 committees 37:19 39:1 43:10 communicating 19:8 communication 14:8 communities 12:10 27:9 44:21 community 11:14,17 12:1,3 16:1 20:11 25:20,22 26:6 27:7 44:17 company 29:5 30:4 comparison 34:17 competitive 17:6 complete 9:22 completed 33:10 completion 4:9 27:17 concerned 6:11 conference 28:24	30:15 39:17 control 11:7 Cook 46:2,5 coordinate 43:23 Corporation 21:7 correct 3:15 18:16 22:16 37:8,9 corrections 2:19 cost 6:7,9 16:8 18:5 18:23 20:18,20 21:3 32:22 costs 5:22 16:18 17:22 18:8 30:10 34:17 35:9,11,19 35:19 Council 28:12 37:4,7 37:16 38:6 43:9,13 43:21 Council's 38:9 counsel 24:18 County 46:2,5 couple 10:20 13:3,18 18:7 26:9 30:18	dance 5:10 date 6:1,19 10:2 David 1:19 33:15 37:8 38:13 40:24 day 23:20 42:24 46:13 deadline 19:15 deal 5:13 6:22 8:24 9:21,23 13:6,6,16 19:1,14 21:14 24:18 28:1 31:1 33:17 35:12 dealing 11:6,7,8 deals 13:5 19:10 31:22 deal's 33:1 debt 13:10,12 17:8 21:13 30:1,7 31:10 33:5 35:7 December 18:22 decided 8:16 decision 41:17 decreased 34:8
Carrie 1:18 2:3 case 23:12 cash 28:6 30:3 casualty 8:11 catching 42:6 CDC 28:9 CDF 3:9 4:4 5:12 6:17 10:3,10 11:12 11:19 12:13,21 13:4,21 16:10 17:2 18:20 19:4,7 20:8 21:4 30:13,19,22 33:18 37:16 39:14 40:16,21 CDFI 39:6 40:2 CDF's 14:2 17:5 27:5 30:15 36:19 center 4:16 5:6 15:13 15:21,22,24 18:12 25:21 cents 32:17 rertainly 4:24 6:24	characterize 21:15 charter 4:9,14 5:2 15:8,19,20 Chase 21:9 24:18 28:5 Cheaper 35:4 Chicago 1:2,10 4:3,5 8:4,18 14:9,24 15:10 19:2 21:10 24:21 27:1,6 28:9 33:7 46:12 Chicagodevelopme 13:22 Chicago's 27:8 Chorus 3:3 19:23 25:10 29:11 36:11 38:2 45:17 Christ 12:7 20:2 22:3 23:3 Christine 1:17 City 1:9 11:7 13:24 14:24 17:17 24:2	30:22 commit 13:16 committee 31:8 37:17,18,22,23 43:11,22 committees 37:19 39:1 43:10 communicating 19:8 communication 14:8 communities 12:10 27:9 44:21 community 11:14,17 12:1,3 16:1 20:11 25:20,22 26:6 27:7 44:17 company 29:5 30:4 comparison 34:17 competitive 17:6 complete 9:22 completed 33:10 completion 4:9 27:17 concerned 6:11	30:15 39:17 control 11:7 Cook 46:2,5 coordinate 43:23 Corporation 21:7 correct 3:15 18:16 22:16 37:8,9 corrections 2:19 cost 6:7,9 16:8 18:5 18:23 20:18,20 21:3 32:22 costs 5:22 16:18 17:22 18:8 30:10 34:17 35:9,11,19 35:19 Council 28:12 37:4,7 37:16 38:6 43:9,13 43:21 Council's 38:9 counsel 24:18 County 46:2,5 couple 10:20 13:3,18	dance 5:10 date 6:1,19 10:2 David 1:19 33:15 37:8 38:13 40:24 day 23:20 42:24 46:13 deadline 19:15 deal 5:13 6:22 8:24 9:21,23 13:6,6,16 19:1,14 21:14 24:18 28:1 31:1 33:17 35:12 dealing 11:6,7,8 deals 13:5 19:10 31:22 deal's 33:1 debt 13:10,12 17:8 21:13 30:1,7 31:10 33:5 35:7 December 18:22 decided 8:16 decision 41:17

	1			
definitely 30:11	29:21 34:24	42:7,13	filing 37:19,21 38:11	46:8
delegate 14:21 15:1	during 27:11	exciting 11:3 25:16	fill 5:21 42:11	front 12:20
department 41:23		excluding 18:9	filled 16:4	FTE 16:6
described 41:10	E	existing 25:24	final 13:2 26:21	full-scale 26:10
destroyed 7:19	Eager 13:2 30:23	expand 7:16 30:15	finalize 12:21 30:14	fund 1:2 4:4,5 19:2
detail 14:1	earlier 29:19	expanded 7:22 17:24	finalized 31:10,22	21:11 24:21 39:6
details 25:18	earnings 20:17	expanding 27:8	finalizing 30:24	40:2,2
deteriorated 33:2	East 7:18	expansion 16:20 18:3	finance 24:3 37:17	funded 8:20 18:20
determine 30:10	easy 44:12	expensive 35:1,2,13	37:23 43:11	28:2
development 1:2 4:3	economic 8:12 25:20	35:18,21	financed 42:1	funding 5:20 18:19
4:5 10:9 19:2 21:11	27:5,13 43:11	expiration 6:19	financials 31:6	23:14
24:21 25:20,22	education 15:11	explaining 42:19	financing 10:4 13:5	funds 8:6 18:24 28:6
27:5,14 34:11	23:11,12 26:4,11	43:1 44:18 45:8	17:7 21:12 23:18	Fund's 33:7
43:11	efficient 16:1	expressed 11:18	24:1	further 14:11 41:11
Developments 33:7	effort 29:2	extra 42:9	find 13:16 26:14	FYI 10:11
devoted 23:15	eight 44:14	extremely 20:20	39:13	
different 26:9 31:22	either 7:21 22:6 24:2	e-mail 14:7,12	finds 23:7	G
diligent 42:19,23	30:15	***************************************	fine 36:16 41:14	gap 5:21 10:4
Dining 15:23	elected 14:9	F	finish 5:23	gaps 13:5
diocesan 23:5	elements 23:16 35:2	faces 40:6	fire 7:20	Gary 5:2 15:7,21
direction 46:9	eligible 22:23	facilities 12:2,3 15:23	firm 9:7	16:15 17:10 18:12
directly 28:2	emphasis 11:12	15:23	firms 20:16	Gene 1:19 2:13 33:23
disbursed 4:6	26:18	facility 4:10 5:10,24	first 2:16 3:21,23	general 8:22
disbursement 4:7	employ 16:6	7:17,19 8:3 9:3,7	10:15 15:7 17:1	generally 12:4 32:16
Jiscretion 13:1	employees 27:12	9:17 11:14,17 16:1	18:24 32:13 42:17	40:17
discuss 10:21	Englewood 11:24	16:5 25:23 26:5,23	five 6:12	gets 31:10,22
discussion 3:21 10:6	enrollment 24:15	27:3,7,13 28:13	flexibility 27:20	getting 5:24 7:8 31:7
11:16	entire 6:8	29:1,21 30:2 32:3	30:13,21,23	35:12,18 42:11
discussions 11:4,23	entities 21:11 40:1	34:16 35:6	flow 28:16 30:3	44:20
13:19	environment 13:8	factory 26:1	focused 19:15	give 30:22 43:9
distributed 31:19	equity 9:20,21 17:6,9	faculty 16:6 21:1	folks 42:8	given 13:1 27:23
39:1	32:17 33:7,8	fair 41:19	following 32:11	gives 14:1
distribution 9:2 32:2	especially 42:4	fairly 25:23	food 9:2 32:3	go 3:12 8:5 13:6 31:8
doing 18:13	essentially 8:23 17:11	familiar 25:14 40:6	foot 5:10 15:18 16:19	44:17
dollar 32:16	20:15 24:19,22 30:20	fan 26:1	18:3 20:10 29:23	going 3:17 5:16 6:16
dollars 16:2 28:1	establishment 24:19	far 6:5,22 11:18	34:8,13 35:2	7:3,12 9:6,8 10:21
34:20	estate 35:19	13:11 24:8	footage 35:11	12:6 15:20,22
done 42:21,23 down 6:15 17:17	evaluating 10:24	favor 3:2 19:22 25:9 29:10 36:10 38:1	footprint 29:23	17:15,16 20:8,24
20:18 29:23 35:9	even 33:10	45:16	force 27:2	23:6 24:18,21
35:12 44:15	ever 13:13	feasibility 11:1,2	former 26:1	28:16,19 29:22
download 14:3	every 32:15	feasible 5:23 9:23	Foundation 15:11	31:3,19 32:8,16,23
downplaying 44:10	everybody 19:15	13:17	17:10	33:9,17 34:6,11
downplaying 44.10 downsized 32:9	everybody's 32:14	features 9:10,12	four 15:5 16:4	37:14 39:14 41:11
drafting 28:11	everyone 2:1	feet 32:9	fourth 8:15 10:7 20:1	43:2 44:15,23
drastically 8:16,17	everything's 8:5	few 15:3	from 11:9 17:5,8	gone 28:9 35:9,11 good 10:1 17:5 43:6
Drill 15:14	example 23:17	fifth 25:12	18:17 20:17 21:13	
drive 19:9	exceeds 12:21	figure 9:22	24:2,3 26:23 28:8	goods 29:6 Governing 1:2 2:18
tropped 8:15 26:12	excellent 42:10	file 37:4,13 38:12	28:13 30:16,21	8:12
due 9:13 16:18,19	excited 11:16 17:4	filed 37:7,10 38:19	31:6,7 33:5 34:18 35:6,9 42:24 43:1	Government 37:22
		J	33.0,7 42.24 43.1	GOVERNMENT 37.22

graduate 26:13	holding 5:14	21:17,19	L	link 14:14
Grand 12:6 15:9	hole 5:18 6:11	internship 20:16,17	L 1:22 46:4	LIRI 14:20
grant 17:11	Homan 3:24 4:23	invested 15:11	labor 27:2	LISC 21:6,10
granted 40:4	10:18 12:4 14:1	investment 7:22	l.	lists 14:12
great 14:16,17 39:4	home 15:14	15:12 17:1	land 17:10,17 18:8	little 27:19
44:4 45:6,9	hope 33:8	investments 15:17	large 25:23	loan 4:6 17:8,13
Greater 12:6 15:9	hoping 30:18	investor 9:21 16:23	larger 40:7 LaSalle 1:9	21:16 28:14,15
25:13,21,22 26:8	housing 15:16	21:10 24:18 28:4		31:8
27:12 28:6,15		33:13,18 34:22	last 6:12,14 13:15 15:6 38:18 40:7	local 18:14 21:6
green 4:13 9:10,12	I	investors 33:18	later 5:24 10:5	28:23 40:6
20:23,24	Illinois 1:10 46:1,6	issue 5:13 10:12 23:2	launched 13:21	locate 27:1
grocers 12:11 42:12	46:13,16	24:7		located 9:4 20:4
grocery-anchored	impact 41:7	issues 9:14 11:1,2	Laurino 1:18 2:7,8	21:23 25:24
11:5,13,14,20	Imperial 7:14 8:3	24:13	2:23 9:15 14:19,24	location 7:21 8:18
13:20	implemented 39:24		17:24 22:20,23 23:6 24:6 25:2,8	locations 11:21
ground 6:12 24:8	imply 10:17	J		logical 37:19
group 39:15	impressive 26:15	JAB 9:7,15 29:22	36:14,16 38:18,21	logistics 26:19
groups 14:8,12,20	improvement 8:17	35:6	43:7,16,24 44:22	long 7:13 21:19
43:4 44:17	include 34:11	Jackson 20:6,12	45:1,4,7 Lawndale 4:15 12:5	longer 6:21 34:12
guess 32:13	included 15:5	January 2:17	-	35:5
guys 43:23 44:4	including 11:5 15:12	Jesuits 20:10	leadership 8:16	look 9:24 12:14 16:5
	40:5	job 26:4 27:5,6 42:21	least 10:2 11:15	23:2 30:21
H	income 35:5	42:24	least 10:2 11:13	looked 23:1
' Hairston 18:17	increase 16:17 17:21	jobs 7:23 27:10,11	leaving 12:17	looking 5:21 10:1
alf 18:20 32:9 39:24	32:10	Joint 37:17,21	LEED 9:8 16:5 26:3	27:1,24 30:9,11,13
40:9,11,13	increased 17:20	JPMorgan 21:9 28:5	27:16 34:5	31:5 33:4
Hall 1:9	33:10	judgment 7:6	LEED-Gold 4:13	looks 17:4
hand 31:19 46:12	increases 26:8	July 4:1 10:1	LEED-Platinum	losing 33:12,16
handed 36:20	incubate 27:3	June 18:21 19:3,5,14	35:4	loss 29:21
handle 38:14	incubator 26:5,22	28:13 38:7 39:10	left 17:15,16	lot 13:23
happen 38:22	independent 23:22	46:13	lend 30:10	lower 18:23
hard 43:17	indicated 6:15 8:23	just 5:9 6:10,16	lender 5:16 9:19	low-income 26:17
Harris 28:13	indication 30:5	14:21 19:15 22:8	lenders 13:10,14 30:9	27:9
having 30:19 32:11	individuals 26:17	22:18 23:20 24:7	less 33:2,2,3 34:8	
42:17	industrial 9:4 11:13	28:2 30:5 34:1,20	40:17	M
hear 14:10 43:1,12	13:20 14:8 43:3,4	36:20 37:6 38:16	let 4:20 42:16	Madam 25:14 42:16
Heart 23:9,19	information 13:23	42:11 43:7 44:2	letter 18:16 22:9	make 3:11 38:17,20
heavily 15:12	14:4 44:8		letters 11:9	41:17 43:24
help 35:6 42:1	initial 42:17	K	level 11:16	making 13:14 28:14
helpful 44:23,24 45:8	Initiatives 21:6	keep 19:15 43:18	leveraging 44:19	33:24 34:22
her 13:1 30:23	innovative 9:10	keeping 9:12 34:9	License 46:16	manage 26:13
hereunto 46:11	instance 27:19	key 5:13	light 32:3	management 24:15
high 3:24 4:14 5:2	instead 30:19	kind 27:4	like 6:16 10:16 21:18	manufactures 7:17
15:8,19,24 20:3,7,8	instruction 5:11	King 12:7 20:2 22:4	23:8,19 26:2 33:24	many 43:17
20:10 26:10,10,13	intake 14:3	23:4	44:14	map 12:12
30:16	integral 35:3	know 6:5,6 14:19	likely 27:23	March 7:20
high-end 26:19	intends 9:16	16:24 18:12 23:10	limit 41:1	Margaret 1:18
high-quality 7:23	intent 11:9	23:20 24:11 28:18	limited 9:3	mark 44:3
iring 24:16	interaction 10:10	31:2 42:12,15	limiting 30:12	markets 1:3 5:8 7:24
ait 7:5	interest 11:18 19:1	44:10,19,21 45:10	lines 7:16	8:20 10:7 13:24

1 16 00 17 1 14	1 242	1	1	1
16:23 17:1,14	34:3	neighborhood 4:15	one 5:15 8:11 10:18	paper 10:13
23:15 24:5,20 28:4	month 28:20	9:18 15:9,17	11:24 16:21 33:19	Park 21:13
32:14,17,23 33:1	more 7:23 11:15	neighborhoods 42:5	36:2 38:19 41:24	parochial 22:21
33:13,18 39:18,22	12:21 13:13 14:1,4	net 8:2 32:19	42:24	23:20
42:6,19	18:7 23:8 24:2	Network 15:20	ones 11:22 12:11	part 23:23,24 29:2
match 13:4	31:12,14 34:1,3,3	new 1:3 5:8 7:24 8:20	only 32:10 41:3	31:20 34:12 39:14
matches 18:6	35:1,7,13,18	10:7 13:24 16:6,23	open 24:15	39:21
matter 44:12	morning 4:19 25:15	17:1,3,14 18:13	operated 15:19	partially 16:18,19
matters 37:16	28:24 31:5	23:15 24:5,20 28:4	operations 18:1	participant 29:4
max 40:17	most 11:18 35:21	32:14,17,23 33:12	37:22	participate 22:24
may 1:11 3:23 41:2	motion 2:22 19:18,24	33:17 39:17,22	opinion 24:19,22	participation 11:19
maybe 22:18	25:5,11 29:14 36:4	42:6,19	opportunities 26:23	particular 29:5
mayor's 29:2	36:17 45:11,13	next 29:15 31:15,17	Opposed 3:4 29:12	particularly 8:14
ma'am 39:2	move 2:23 19:19 25:7	36:18 38:6 41:16	36:12,13 38:3	13:10 26:18
McNabb 2:9	29:7 36:6 38:6	nice 27:4	45:18	pass 2:23 19:19 25:7
mean 10:17	moved 4:10	niche 20:8	order 2:16 3:7 19:5	29:7 36:6 38:8
meet 43:3,12 44:17	much 12:3 13:12	Noble 15:19	20:1 25:12 29:15	passed 38:5
meeting 1:2 2:18	30:10 33:19,24	nonresponsive 44:3	36:18	passes 19:24 25:11
6:14 10:5 41:16	45:21	Norse 23:5	organization 23:3,4	29:14 36:17
42:24 45:12,20	Muntu 4:16 5:6,19	North 1:9 4:15 25:24	organization-related	pay 35:6
46:8	6:18,22 7:1 41:2,7	Northern 16:24 17:5	28:15	people 30:6
meetings 13:19	myself 2:15	17:8	organized 23:10	per 20:22 34:8,13
Mel 23:9,19	N	note 24:13	original 16:9 17:19	35:1,13,18
members 4:20 5:3		notes 46:8	32:18 40:11	percent 21:17,18
41:22	Narefsky 1:19 7:7,10 23:1,8 24:10,24	notification 39:6	originally 17:23	26:14 28:23 35:12
memory 32:14	33:12,16 37:1,9,11	nowhere 6:16	21:17 29:19 33:17	Performing 4:16 5:6
mentioned 11:14	37:14 38:8,11,15	number 10:19 18:10	33:21 40:21	period 18:24
13:18 27:16 29:18 met 16:13 38:17	39:16 41:3,6,15,18	23:22 26:17 30:24	other 6:19 7:3 9:10	periodic 5:24
1	National 21:13	31:10	11:1,7 14:7,11,12	permanent 27:11
million 5:8,17 6:9 8:1	near 27:2	numbers 40:15	15:17 17:7 19:4,8	permit 20:24
8:2,13 12:16,17,19	nearing 4:9	0	21:11 23:20 24:13	permit's 8:6
12:21,22 13:4 16:9	need 19:9 31:7,21	objections 37:20	25:3 26:24 28:5	personal 7:6
16:11,17,22 17:9 17:21 18:8,20 19:4	33:9 37:3 39:9 42:5	obtained 20:23	33:16,19 36:1 39:3	personally 21:15
19:12 21:4,5,8,14	43:13,20,21	occupy 9:17	40:8	perspective 17:5
	needs 19:4 37:7	October 5:7 6:19	ought 14:12	phasing 5:21
27:18,21 28:1,1,8 30:8,9,16,16,18	45:11	7:15 8:10 9:2 29:20	out 5:15 9:13,22	pieces 35:22
31:20 32:18,19,21	Neely 1:17 2:11,12	32:7 39:14	13:16 15:6 23:7	pile 37:2
32:24 33:5,6,8 35:9	3:10,13,16 6:3,6,10	off 5:23 8:15	26:12 27:3 30:6	Pilsen 20:14
35:10 39:10 40:16	7:2,11 10:11,15	office 46:12	31:12 34:23 36:21	pipeline 3:9 11:9
40:22 41:3,8	14:14 17:19 18:5	official 39:6	39:13 40:7 43:17	12:14 41:11 42:10
40.22 41.3,8 minimize 18:24	19:21 21:24 22:2,5	officially 6:21 14:7	44:8,11,17,18,20	place 7:22 18:23
minus 12:15	22:8,13,17 28:18	officials 14:9	outreach 44:11	placement 20:16
minus 12.13 minute 13:11,11	28:21 31:2,13,23	Okay 3:20,21 5:1,5	outstanding 29:2	placements 20:17
minute 13:11,11 minutes 2:17,19 3:6	33:23 34:4,19	12:1 15:3 18:18	over 16:16 18:13	planned 36:22
miss 44:3	35:14,17,24 36:13	28:21 31:23 32:5	43:13,13,14 44:15	planning 14:6 16:4
mission 23:13,23,24	37:24 39:20 40:24	34:5 35:24 36:23	overall 10:6,8 45:8	Platinum 9:9
27:5,7	41:5,14,16,20 45:9	37:3 38:16 40:23	own 26:24 33:6	point 4:3 5:18 6:1 7:5
nodel 20:14	45:13	41:20 43:6	P	7:9 8:21 11:22
money 17:11 28:16	negotiations 16:16	once 16:4 43:8	packets 15:6	12:14 14:3 20:9
money 17.11 20.10	megomanons 10.10	0.CF T.U. TJ.0	packets 13.0	31:11 41:9
		Į.		A Section 1

	1	t	1	1
points 17:2	17:18 18:5,8 19:8	5:3 19:16 21:22	regularly 24:2	40:21 41:5,18 44:6
population 16:3	20:8,9 21:1,3 25:13	25:3 36:1 38:18	rehab 26:4	robust 11:10
populations 26:9	25:15,16,19,22	quite 18:13 20:8 23:2	rehearsal/perform	roll 2:2
positions 16:7 21:2	27:15,18,22 28:2,7	26:14 28:7	5:10	rollout 14:6
pot 8:23	29:16,19 30:8	quorum 2:16	relative 17:22	room 1:9 35:15
potential 3:8 5:14	32:20,22,22 33:10		released 8:7	round 10:7 39:4,12
7:23 10:1	33:24 34:6,12,18	<u>R</u>	religious 23:23,24	40:1,3,7,9,10,22
power 34:7	35:4,8,11,22	Raguso 1:17 2:1,5,9	24:16	run 3:17
Powerhouse 3:24	projected 27:12	2:13,15,24 3:2,12	relocating 7:21	
predicted 27:10	projects 3:22 7:3	3:15,20 4:18 5:1	rely 24:23	S
Prep 15:8 20:2	10:9 11:4,6 12:22	14:16,18,23 18:2	remain 11:17 19:6	Sacramento 25:24
present 30:20 43:20	13:12,20 30:7 42:1	19:16,20,22 21:21	remains 11:10 13:8	Sacred 23:9,19
presenting 43:3	42:2,4 43:17	22:3,10,12,14,19	removed 35:5	Saffold 1:19 2:13,14
press 28:24 29:4	project's 34:21	25:3,9 29:8,10 34:5	removing 34:18	29:9 32:6 33:15,19
pretty 9:24 11:10	promising 13:19	34:15 36:1,8,10,14	rep 13:2 30:23	33:22 36:9
12:3	property 6:4	36:17,23 37:3 38:1	repayment 21:19	sales 8:15
previously 26:13	proposed 2:19 8:17	38:13,16,23 39:2	report 36:19,24	same 13:23 24:4
pre-leasing 11:8	10:4 12:20 15:4	39:19 41:21 43:19	37:21 44:5	satisfactorily 11:2
pricing 16:18 17:6	16:21 19:11 27:16	44:2,7 45:3,5,10,14	reported 1:22 46:7	saved 28:6
primarily 34:24	proposing 20:13 21:7	45:16	Reporter 46:5	saw 10:15
principal 27:15	26:2 27:19	raise 32:17 33:8 35:7	request 16:9,21 18:6	saying 24:20 34:1,21
Printing 10:12	prospects 9:24	raising 24:11	requested 10:2 19:13	says 22:13
prior 37:15	protocol 37:19	reading 22:16	40:16,21	scaffolding 6:15
່ ກrobable 33:4	provide 13:12 26:4,7	ready 8:5,6	requesting 41:12	scale 8:17
robably 14:21پر	26:16	real 35:18	requests 17:20	scattered 15:16
27:15 28:12,20	provided 17:17 20:18	really 24:11 31:18	resolution 19:11 20:2	schedule 21:19
31:6,9 41:9,17	21:16,18	35:15 42:11,18	25:6,13 29:16 36:5	scheduled 4:10 6:2
problem 22:17	Providence 23:8,19	44:4,10	36:7	school 3:24 4:9,12,14
proceedings 45:22	provides 13:22 15:13	reasons 17:15 28:3	respect 24:14	5:2 15:8,19,24 20:3
46:7	26:10	rebuild 7:16	response 2:6,10,21	20:7,8,10,14,18
proceeds 4:7	providing 17:10	rebuilding 7:22 8:3	3:5 5:4 19:17 25:4	21:20 22:21 23:5
process 5:12 10:21	23:11,12	receive 40:15	29:13 36:3 38:4	23:16 24:14,17
21:1 37:5 42:19	pull 5:15	received 24:1 39:7	45:19	26:10,11,13
43:2 45:8	pulled 9:13	receiving 26:18	rest 34:15	schools 15:20 23:9,19
processing 7:17 9:3	pulling 34:23	recent 11:23	restructured 9:23	23:20,21,23
32:3	purchase 26:2	recently 11:4,16	33:1	Science 15:11
produce 9:1,8 29:16	purchasing 29:5	13:19,22 19:13	restructuring 29:21	scope 9:6 34:21
29:22 32:1,2 35:6	pushing 31:11	30:2	retail 11:15 14:9	scrape 33:9
production 7:16	put 11:6 12:12 14:14	recommended 16:11	retailers 11:5,9,21	seal 46:12
program 1:3 11:13	18:23,23 21:7 34:6	reconciled 31:21	retained 35:3,23	Seaway 5:17
17:3 22:24 23:15	putting 17:11	reconsider 6:24	retention 14:8 27:6	second 2:24 3:1,7
24:5	p.m 1:12	record 37:4	43:4	19:20,21 24:17
programming 15:14		redevelopment 28:10	retroactive 39:24	25:8 29:8,9,22
progress 21:20	<u>Q</u>	reduce 5:22	retroactively 40:4	30:17 31:5 36:8,9
project 3:23 4:19,19	quarter 8:15 31:6	reduced 20:20	Rey 20:13 23:13	37:24 43:20 45:14
4:22,23 5:3,9,16,22	43:20	reduction 35:10	right 5:14 7:14 22:11	45:15
6:8,11,20 7:1 8:3	quarterly 43:10	refresh 32:13	22:12,14,15 24:10	sectarian 23:16
9:5 10:18 12:7 14:2	question 24:11 41:7	refresher 5:9	24:10 30:6 33:14	secured 8:6
14:2 15:9,18 16:8	42:16	regardless 24:15	33:14 34:4,14	see 42:3
16:18,20 17:12,16	questions 4:20,22,24	regards 5:1	35:14 37:1 38:10	seek 5:20
CONTRACTOR				

	ı	ı	1	
seem 37:18	40:21 41:19 42:23	stopping 6:13	24:20 28:3 32:14	time 8:14,19 16:15
seems 6:16 33:23	solely 26:12 34:22	storage 34:16	33:7 39:22 42:6,20	28:7 32:21 41:23
semi-philanthropic	solid 24:8	strategy 18:19	tax-exempt 23:18	42:15 44:16 45:5
21:16	some 9:3 10:8,21	street 1:9 7:18 40:5	24:1	45:21
senior 13:9 33:5	11:5 12:24 23:23	stress 43:12	Team 15:15	times 37:15 44:15
September 18:21	28:7 29:6 30:13	structure 9:18 17:14	technically 6:17	timing 9:13 19:10
serve 15:24 26:8	31:12 32:3 40:6	18:22 27:24 28:17	31:15	title 3:14
services 27:8	41:10 44:4	structuring 8:24	tell 43:13	titles 3:13
serving 20:11	something 7:11 17:3	17:15 28:3 30:14	Tempel 8:10,13,22	today 10:21 12:6,7
set 6:20,21 46:11	21:18 26:1 45:1	31:22	12:16	12:19 13:7 15:5
seventh 39:4,12	Sonnenschein 24:17	struggling 42:18	Tempel's 8:23	16:22 41:13,22
several 10:23 11:3	sorry 22:15,15	student 4:14 16:3	temporary 27:10	45:21
share 42:8	sort 23:18 24:3 35:3	students 20:11,15,21	Ten 33:22	together 11:6 12:12
Shari 1:22 46:4	sound 25:14	20:23 26:12,14	tenant 9:7,13,17	43:22
sharing 42:7	sounds 41:18	studio 5:11	29:22 34:10	tomorrow 8:4 10:19
sheet 6:18	source 21:12	stuff 44:4	tension 41:15	Tony 1:20 3:17 19:16
shipping 26:18	sources 5:20 17:7	Suballocatee 4:4	term 6:18	25:17 29:17 36:20
Shop 14:9	28:5	subject 44:12	terms 34:20	39:16
Shore 15:14	South 11:23 12:4	submitted 2:20 39:5	Testa 9:1,16 29:16	toolbox 42:1
short 41:23	15:10,14	subsidiary 4:5	30:3 31:6 33:6	tools 41:24
shorthand 46:5,7	space 34:7,10 35:1,4	substantial 21:12	text 10:12	total 6:7,9 13:4 16:8
show 10:13	specifically 18:23	26:7	thank 2:2 3:16 14:18	18:5 21:3 32:22
shut 40:7	sponsored 20:9 25:21	suburban 7:21	15:2 29:14 39:2	35:11 40:10 41:4
ide 9:20 11:23 12:4	sponsors 19:9	successful 19:14	41:21 42:14 45:20	totals 12:16
12:4 17:8	square 5:10 15:18	suggest 37:14	Thanks 22:16	touched 39:9
significant 34:17	16:19 18:3 20:10	suggestions 14:11	their 8:15,16 9:13	tough 30:5
similar 45:2	29:23 32:9 34:8,13	summary 12:13	14:10 16:16 17:1	towards 39:17 42:13
simultaneously 35:8	35:2,11	super 42:15	17:24 18:6 23:24	Town 25:13,21,22
since 8:14 16:15	SS 46:1	support 18:17 21:7	23:24 26:24 29:6	26:6,8 27:12 28:6
37:15 38:5	St 23:9,19	supportive 28:23	33:6	28:15
single 9:17	stages 10:9 28:11	sure 4:22 12:12 13:14	thing 13:15	track 39:11
sit 41:13	start 26:24 27:2	25:19 38:17,20,21	things 30:6	trained 27:2
site 11:7 15:16 32:4	31:11	39:21	think 6:14 7:11 9:24	trainees 26:23 27:14
43:2	starting 6:12 42:11	synergistic 15:22	14:20,21 23:2	training 25:20 26:4
sitting 44:15	State 24:3 46:1,6	Szerbat 1:22 46:4	24:24 26:1 37:1,15	26:11,17,19 27:6
smaller 33:24	statement 41:19		38:7 40:19 41:6,11	transaction 3:24 4:6
smallest 34:12	station 34:7	T	43:10 44:9,10,22	4:17 5:23 7:15 8:5
Smith 1:20 3:19,21	statistics 10:8 12:13	take 2:2 4:19,24 7:13	45:7	8:20 9:20 12:5
4:22 5:6 6:5,9,17	status 3:8 7:1 10:16	10:13	third 35:10	21:22 30:1,15
7:5,8,14 8:9 9:16	35:4	taken 6:15 46:9	thought 22:17 23:17	transactions 3:8 13:3
10:12,17 11:22	staying 13:13	taking 45:21	24:4,12	13:7,9,14 15:4
12:3,12 14:17 15:2	Steel 8:10 12:16	talk 12:6 13:6	three 31:10 43:10	transcribed 46:9
17:21 18:3,7,16,19	stenographic 46:8	talking 14:20 31:9	through 3:18 12:9	translated 32:19
20:5,7 22:8,10,11	Stephanie 1:17 2:11	39:16	13:6 16:16 20:24	translates 8:2
22:11,22 24:13	3:16	target 4:11,12 16:3	23:14 25:18 28:9	Treasurer 1:17 2:12
25:19 28:20 29:18	still 4:12 6:10,23 9:16	19:3	28:16 36:20 38:24	3:10,13,14,15,16
31:4,17 32:2,13	32:6 34:1,20	targeted 15:12	tie 31:13	6:3,6,10 7:2,11
33:14,21 34:14,24	stimulus 39:17,21	tax 1:3 5:8 7:24 *	tied 18:8	10:11,15 14:14
35:15,21 36:22	40:13 42:9	13:24 16:23 17:1,6	TIF 11:8 28:8 45:2	17:19 18:5 19:21
37:6 39:4,21 40:16	Stockyards 9:4,18	17:9,14 19:6 21:5,9	TIF-related 28:14	21:24 22:2,5,8,13

22:16,17 28:18,21	various 9:10 10:9	we're 3:13 5:24 7:8	\$1200 20:22	19:6,15 39:14 40:9
31:2,13,23 33:23	11:4,12 15:16 28:3	7:12 8:4 9:18 10:1	\$13 18:20	46:13
34:4,19 35:14,17	versus 28:19 34:15	10:21,24 11:16	\$15 5:8	21.5 18:10
35:24 36:13 37:24	very 6:10 13:10,13	12:5,24 13:13 14:6	\$20 21:13	23 10:8
39:20 40:24 41:5	13:21 15:12,22	18:9 24:8 27:8,19	\$20.5 30:7	23 rd 2:17
41:14,16,20 45:9	17:6 19:7 29:1 42:7	27:21,24 30:17	\$21.5 16:9,22	24 6:9
45:10,13	42:18 43:6 44:23	31:6,9 33:4,9,12,16	\$3 16:17 17:21	25 16:9
Treasury 17:4	44:24	34:22 41:14 42:6	\$3.1 28:8	27th 26:6
trouble 32:11	viable 8:19	42:11,13,24 43:1	\$32 32:21	28th 21:24 22:2,5,13
Trust 16:24 17:8	visibility 26:8	43:19 44:10	\$4.5 5:17	29 22:7 32:17
Trust's 17:5	vocational 26:11,16	we've 11:3,15,22	\$6 8:1	L L L L L L L L L L L L L L L L L L L
trying 19:9 30:7 32:6		24:14 28:24 38:5	\$8 17:9	3
44:11	W	42:23 44:16	\$9 33:5	3 19:12 39:22 40:11
tuition 20:19,21,22	wait 23:6	WHEREOF 46:11	\$7.55.5	3:00 1:12
turbine 9:9 35:23	waiting 7:3 11:1	while 35:18	0	30 27:10 32:17 40:5
two 9:6 10:19 11:23	walk 25:17 36:19	white 10:12,13	0 21:17	32 35:9
24:13 31:7,9 33:17	want 4:19,20 8:23	whole 28:19	06 40:22	33.8 21:4
type 28:7	13:15 25:17 32:10	wind 9:9 34:6 35:22	08 40:1,3	35 27:11
	38:16,19 44:2,3,21	WITNESS 46:11	084-003222 46:16	36 16:6
U	wanted 24:7 30:20	wonderful 42:4	09 40:10	37 22:7
unapproved 12:17	ward 8:8,9 21:23	woodworking 26:20		
uncertainty 41:7	26:6	wood-oriented 26:22	1	4
under 4:1 39:8 46:9	way 9:23 19:11 31:14	word 40:4 44:11	1 21:18	4 32:19
undergoing 9:5	33:13 39:23	words 6:19 19:4	1.4 8:2	43,000 5:9
anderstand 32:6	website 13:21,24	work 9:19 24:4	10 32:24 33:21	45,000 15:18
34:19 44:16	14:7,13,15 42:7	worked 4:5	10.2 27:21 28:19	450 4:14
understanding 39:12	44:22	working 11:6 16:10	100 13:4 28:23 40:22	48 12:17
underway 4:8	Wednesday 1:11	18:12,14	41:3,8	
underwrite 29:24	week 15:6 31:7	works 14:5 44:16	100,000 20:10	5
underwriting 9:22	weeks 31:10	worth 39:16	1000 1:9	5 33:6,8 40:10
30:14	Welcome 2:1	write 20:18	103rd 7:18	5,000 16:19 18:2,3
unit 35:13,18	well 5:11 6:17 9:3,20	writing 22:9	11 32:10	50 19:4 21:1 35:12
units 15:16 35:22	12:9 18:4 24:4	written 17:17	11.8 30:9	39:10
until 23:7	26:11 28:22 29:18	wrong 22:18	121 1:9	501(c)3 23:4
upcoming 4:12	30:3,22 32:4,13		125 40:16	501(c)3s 23:10
update 43:9	37:6,11,14 38:8	Y	14 21:7	5058 20:6,12
updates 6:1	41:3	Yeah 9:16 35:17	15 30:16 32:7,18	51.7 12:19
upfront 5:22	went 15:6	36:22 37:2 38:15	150 40:22	52 12:16
upwards 15:15 16:8	were 2:19 7:20 9:6	39:19,20 40:19,23	17 21:5	530 16:3
use 16:1 20:13,14	15:5 17:22 25:15	year 4:12 20:22	17th 19:3,5,14 39:11	
24:20 26:21 30:19	33:21 34:10 35:3	31:15,17 38:18	18 30:16 32:11	6
using 3:13	36:15 38:18 40:1,7	years 6:12	18.5 16:10	600 20:11
utilized 31:16	40:20 41:6,10	youth 15:13,21,24		
U.S 17:4	42:17 45:22		2	7
	West 12:4 20:6,12	Z	20 1:11 35:9	7th 4:11 39:5
<u>V</u>	25:13,21,22 26:6,8	zinc 7:14,16,17	200,000 32:8	70 26:14
valid 24:20	27:12 28:6,15		2008 3:23 4:1 5:7,13	72nd 15:10
value 23:11 30:11	we'll 10:4 13:6 31:11	\$	6:19 7:15,20 8:15	
32:15	39:13 41:17 42:7	\$10 8:13	9:2 29:20 36:19	8
/alues 23:24	43:24	\$10.2 27:18	2009 1:11 2:17 4:11	8th 46:13
		\$100 12:21,22	10:1 18:21,22 19:3	89,000 29:23
<u>'</u>	l l			

<i>f</i>			rage .
	9 9.2 28:1,19 90 15:16		
(
			The second secon